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Revision 9/19/88 BLUE

SOCIETY

BY

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MISSING PG. 83

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SCRIPT REVISION PAGE COLORS

BLUE - 9/19/88  
PINK  
YELLOW  
GREEN  
GOLD  
BUFF  
SALMON  
CHERRY  
TAN

"SOCIETY"

FADE IN:

1 EXT. WHITNEY HOUSE - FRONT - MIDNIGHT

1

BLINDING HEADLIGHTS FILL THE SCREEN. The SOUND of an IDLING CAR engine is all we hear.

HAND HELD CU OF AN EYE staring through the steering wheel.

P.O.V. of a HAND cutting the motor, removing the key, CONTINUING TO CUT OFF HEADLIGHTS.

BACK TO SCENE. The DRIVER'S TORSO is all we see getting out of a JEEP. He is wearing a tank top.

ANOTHER ANGLE on the WHITNEY HOUSE. A shadowy estate looms ahead of us, expansive and opulent -- all LIGHTS ARE OUT.

The person from the Jeep approaches. CU of BILL WHITNEY, 17, whose eyes are wild.

2 INT. WHITNEY FOYER - MIDNIGHT

2

The SHADOWS OF THE STAIRCASE seem to twist almost surreally as Bill starts up.

CU A BARE FOOT as Bill takes the first step, then pauses as he HEARS MUFFLED, UNNATURAL SOUNDS from upstairs.

BACK TO SCENE. Bill waits silently. Bill looks into the blackness at the top of the stairs. SOUND OF A DOOR CLOSING. SHADOWS MOVE THROUGH SHADOWS. Bill's STACCATO BREATH fills the soundtrack.

CU Bill -- he steps back, retreats.

3 INT. WHITNEY KITCHEN - MIDNIGHT

3

HAND HELD P.O.V. Bill ENTERING KITCHEN with suppressed panicky motion, almost bouncing off the walls.

CU OF THE SINK AND COUNTER. He gets a glass, fills it with WATER FROM THE TAP. SOUND OF WATER FILLING GLASS. He turns the WATER OFF.

0 WIDER CU OF BILL -- IN PROFILE SILHOUETTED AGAINST THE KITCHEN WINDOW -- DRINKING FROM THE GLASS. Water dribbles out the sides of his mouth, wetting his tank-top. He is PERSPIRING as we HEAR HIS GULPING OF THE WATER. It slows, then stops -- all that remains is stillness. Bill listens.

Finally, a CREAKING SOUND. The DULL WHOOSH OF AIR from somewhere. Then, the startling SOUND of a SURFACE SPLASH from outside. Bill's head turns in that direction.

4 EXT. WHITNEY HOUSE - BACK YARD BY SWIMMING POOL - MIDNIGHT 4

HAND-HELD P.O.V. OF POOL as Bill nears it. There is nothing there, but RIPPLES across the WATER. Excited young ripples that slow and grow fuller as they near us. We LOOK DOWN INTO THE WATER as a RIPPLE ROLLS PAST. WE SEE, coming out of the depths, a mirrored reflection of BILL'S FACE, anxiously searching us with his haunted eyes.

5 INT. WHITNEY HOUSE - KITCHEN - MIDNIGHT 5

CU BILL'S HANDS rifling though a drawer of utensils. SOUND OF SHORT BREATHS, CLANGING OF UTENSILS. He draws out a BUTCHER KNIFE, white knuckles it against his chest.

NOISE STOPS. BREATHING STOPS. There is a SOUND OF SOMEONE APPROACHING...slowly, slowly...

6 INT. WHITNEY HOUSE - FOYER - MIDNIGHT 6

BILL'S SHADOW WITH THE KNIFE MOVES across the surfaces of the wall then disappears in the dark as he MOVES INTO FRAME. With his back to the wall, he slides down on his haunches, knife at the ready by his staring face.

BILL'S P.O.V. SHADOWS MOVE -- seem to almost grow at him like a black fog. Someone is getting close. SOUND OF BILL SUCKING BREATH, THE POUNDING OF HIS HEART, THE SOUND OF SOMEONE APPROACHING.

CAMERA TURNS TO BILL'S FACE and into a CU OF HIS EYE.

Suddenly...CLICK -- FLASH! The foyer LIGHT COMES ON.

SOMEONE'S P.O.V. LOOKING DOWN AT BILL. Bill is lit garishly, starkly. He is crouched down, looking up like a trapped animal, knife held up in desperate defense. He is wearing PAJAMA BOTTOMS.

WOMAN'S VOICE

Bill?!

REVERSE ANGLE. It is his attractive mother, NAN, in nightgown, who looks down at him.

QUICK CUT TO:

7 INT. PSYCHIATRIST'S OFFICE - DAY 7

Subdued LIGHT from TABLE LAMPS. The CURTAINS are closed. It's not a natural shrink's office setting though. The lighting is of a strange texture, making the people in the room have a dreamlike glow.

CLOSEUP OF BILL'S FACE. It's beaded with sweat. His hand is on his forehead, as if he has a migraine. PULL BACK. There is a BOWL OF FRUIT on the table next to him.

(CONTINUED)

BILL  
It's like a nightmare.

ACROSS FROM HIM sits DR. CLEVELAND, an old-school shrink in his fifties. He's comfortable in his swollen leather chair, and listens intently to Bill's problems. He has an excellent, supportive demeanor, but is hard to see in the subdued lighting. His appearance is shadowy, again, like a figure from one of Bill's dreams.

DR. CLEVELAND  
Last night?

BILL  
No, my life.

DR. CLEVELAND  
Are you scared?

BILL  
I get scared.

DR. CLEVELAND  
Of what?

BILL  
My parents, my sister -- you.

DR. CLEVELAND  
Why?

Bill's looking at the ceiling. He PICKS UP a PEACH, from the fruit bowl, and rolls it between his hands.

BILL  
I feel like something's going to happen.  
(beat)  
And if I scratch the surface,  
there'll be something terrible underneath.

He BITES the PEACH, then stops quickly, pulls the peach back -- looks where he bit, then quickly looks away, nauseous.

CLOSE ON PEACH. It's rotten, with little worms wriggling up through the fruit.

Dr. Cleveland drones on, his voice fading slowly...

(CONTINUED)

7 CONTINUED: (2)

7

DR. CLEVELAND

Believe me when I tell you this.  
It's perfectly normal to  
experience a kind of irrational  
fear at your age...It's nothing  
other than a stage. It will pass.  
I assure you.

FADE OUT.

8 OMITTED

8

ROLL CREDITS

9 EXT. WHITNEY HOUSE (BEVERLY HILLS) - DAY

9

The setting in this light is serene, opulent, peaceful.  
The best part of Beverly Hills, above Sunset. A BLUE JAY SCREECHES incessantly while a GARDENER MOWS the expansive, excessively green lawn on the other side of the circular drive. The heretofore shadowy HOUSE beyond is of French architecture, bordered by flowers of all kinds, perfectly in bloom. There is a vintage ROLLS ROYCE in the parking area near the front door. It's polished -- no dents.

The SOUND OF A BOUNCING BALL becomes apparent, as we MOVE toward the side of the house.

X 10 EXT. SIDE OF HOUSE - DAY

10

Bill, in basketball uniform that he'll be wearing at the "big game" tonight, plays a little one-on-one with MILO JENKINS (17) -- Bill's best friend. Milo is thin, tall, not as handsome as Bill. He is also in a basketball uniform.

X Bill goes up for a dunk -- slams it through the hoop.

X MILO

Is that confidence or what?

Milo LAUGHS. Bill smiles, grabs the ball and casually skyhooks it in. He doesn't show any signs of alarm, as when we first met him. In fact, he exudes certain cockiness.

BILL

Look at that. Kareem Whitney always comes through in the end.

(CONTINUED)

10 CONTINUED:

10

MILO

'Kareem'? Oh, why be so modest.  
You're Mr. Perfect.

BILL

Yep, I'll probably end up  
assassinating the President.

MILO

Mr. Perfect, except for your weird  
sense of humor.

A VAN pulls up in the b.g. Milo and Bill take notice.  
They both immediately recognize the van.

MILO/BILL

Blanchard...

They both laugh. Bill looks up at the window next to the backboard. He makes a jump shot that doesn't come close -- IT GOES THROUGH THE OPEN WINDOW ABOVE THE BASKET, on purpose.

Bill's sister, JENNY, 17, quite attractive, pops her head through the window, throws the ball back to Bill.

BILL

Hey, Blanchard's here.

This is not a person she wants to see.

JENNY

(whiny)

Dammit, Bill...you know I can't  
see him. Please get rid of him  
for me.

Bill looks at Milo.

BILL

What are brothers for?

Bill passes the ball to Milo and goes to the front of the house, where the van came in.

11 EXT. FRONT OF WHITNEY HOUSE - DAY

11

Bill looks at the van, which Blanchard has parked next to the Rolls. He's not there. Bill looks toward the front door.

12 INT. JENNY'S BATHROOM - DAY

12

Jenny, in bathrobe, blowdries her hair.

Entering from the bathroom, she takes off her bathrobe, steps into some SPIKE HEELS, and smooths down her slip while admiring her figure in the mirror. She takes down a FORMAL GOWN and wriggles into it. She picks up a NECKLACE and holds it to her neck, then lays it down on the vanity and reaches for her EARRINGS. But they're not where she left them. Actually, things seem haphazardly out of place. One TEAR-DROP EARRING is on the table, the other is...

Backing up, she looks to her feet where the other TEAR-DROP EARRING LIES.

P.O.V. OF EARRING FROM INSIDE CLOSET. Jenny's legs enter FRAME over to the earring. She bends down to pick up the earring and looks straight INTO THE CAMERA. A LOOK OF FEAR on her face as AN ARM SHOOTS OUT AND GRABS HER HIGH HEELED ANKLE. She falls to the floor with a SCREAM, WRIGGLING AWAY AS HANDS GRAB THEIR WAY UP HER BODY; ankle to calf, thigh to stomach to waist to face. Her assailant tries unsuccessfully to MUFFLE her SCREAM.

BACK TO SCENE. They roll over, wrestling on the floor. IT'S DAVID BLANCHARD -- Jenny's ex-boyfriend, a computer whiz with an excess of nervous energy. He takes everything, including the weather, personally. His most distinguishing feature -- a large unmistakable MOLE on his cheek.

BLANCHARD  
(apologizing  
pathetically)

Jenny, please! I'm sorry. Be quiet! Please! I didn't mean to...

JENNY  
(screeching)  
Let me go!

BILL COMES RUNNING IN.

BILL  
BLANCHARD!

He pulls Blanchard off and SHOVES HIM OUT OF THE DRESSING ROOM.

Bill forces Blanchard toward the FRONT DOOR. Jenny follows the back of her formal gown hanging open.

(CONTINUED)

BLANCHARD  
(to Bill)  
Something very weird is going on here!

BILL  
No shit!

BLANCHARD  
(to Jenny)  
I have to talk to you...

JENNY  
I didn't know you had to hide in a closet to talk!

BLANCHARD  
(to Bill)  
Bill, she's playing games with me, man!

JENNY  
Liar!

Bill OPENS the FRONT DOOR and ejects Blanchard, just as JIM and NAN WHITNEY, Bill's parents, ENTER. Jim is casual in a golf shirt and slacks. His well-tanned aura of prosperity indicates he spends plenty of time on the links. He carries a tuxedo he's just picked up from the cleaners.

He kind of revels in the fact that he picked up his own cleaning. Calm and mannered, he's an upperclass version of Ward Cleaver. Nan also carries her own cleaning -- her evening gown. She's equally calm, well turned out, conservative -- a modern Donna Reed.

JIM  
Bill, Jenny, Tom, what's going on here?

NAN  
(to Blanchard)  
Why do you keep bothering my daughter?

BLANCHARD  
Look, Mrs. Whitney, I only wanted to talk to her!

NAN  
(firmly, motherly)  
Please leave...

Blanchard turns and exits. Bill shuts the front door.

(CONTINUED)

JIM  
What's going on, guys?

BILL  
Nothing, Dad.

Jim passes by Bill and turns his attention directly to Jenny, as if Bill isn't there.

JENNY  
It's all right, Daddy.

JIM  
(looks at Jenny  
meaningfully)  
I thought we weren't going to be  
seeing David Blanchard anymore.

Jenny nods dutifully. Good little girl.

JENNY  
Yes, daddy.

NAN  
You should be getting ready...You  
know Judge Carter will be there  
tonight.

JENNY  
I'm almost ready now.

He looks at Nan. They turn in unison, climb the stairs, Nan first. Jim addresses Bill on his way up -- completely on second thought. Bill's not treated the same way as Jenny.

JIM  
Uh, Bill...wasn't that Milo  
outside?

Milo isn't any more welcome than Blanchard.

BILL  
Yeah. He's taking me to the game.

Jim turns and continues upstairs.

BILL  
(to Jenny)  
You all right?

JENNY  
Sure.

(CONTINUED)

BILL  
(really wants to know)  
What's the matter with Blanchard?

JENNY  
Jealous, I don't know. He just  
wasn't the right sort for me.

Jenny turns around so that her back is to Bill.

JENNY  
(sexily)  
Could you zip me up, Billy?

Bill looks at her. She's not upset. It's as if nothing had happened just moments ago. Bill starts to ZIP her dress.

As he zips her dress his eyes are drawn to her backbone just below and between her shoulderblades. Her skin seems different there, like it's softer, or slightly throbbing. He doesn't quite trust his senses. He pauses the zipping to touch.

JENNY  
Is something wrong?

Bill shakes off the disturbing vision and finishes zipping her up.

BILL  
Uh...kind of damp.

JENNY  
Well...I'm not taking another bath.

BILL  
I feel bad about missing your "coming out." What a coincidence that it happened this way...

JENNY  
Come on. Basketball is more important than a stupid "coming out" party. Besides, I've already been dating three years! It's a joke!

They look at each other. Jenny LAUGHS. Bill smiles, but feels left out.

BASIC TRAINER  
COMMITEE PAGE

15 OMMITTED

16 EXT. BEVERLY HILLS HIGH SCHOOL - ESTABLISHING SHOT - DAY

16

Lots of LAUGHTER...echoes from inside the building.

17 INT. HIGH SCHOOL AUDITORIUM - DAY

17

CLOSE ON CHEERLEADER -- SHAUNA, Bill's girlfriend, who CHEERS for Bill. She's blonde. She's perfect -- physically, socially. Her lifetime number of bad days is less than 10.

A HIGH SCHOOL DEBATE is in progress, but SHAUNA is leading the whole school in cheering BILL.

Bill stands to the side, at his podium. He raises his hand, gives the assembly a "we're number one" sign.

**SHAUNA**

(to CROWD)

Let's here it one more time  
for the hottest player we've ever  
had at this school! Bill Whitney!  
Who won the game single-handedly  
in the last two seconds.

The CROWD GOES WILD. Shauna prances over to Bill, kisses him. Bill gets embarrassed. The CROWD reacts.

A GAVEL BANGS as Shauna exits the stage buoyantly.

Milo is the moderator. He BANGS the GAVEL again.

Bill debates MARTIN PETRIE, 17, his opponent in the race for student body president. SIGNS ON THE WALL ADVOCATE EACH CANDIDATE. Petrie's of average height, wears a blue blazer. He's ultra-conservative and highly mannered -- a high school William Buckley, Jr.

But Petrie is fuming about the cheering. He looks over at Bill angrily.

PETRIE

You're just using your athletic ability to get the votes of the childish morons in the audience.

MORE LAUGHTER from the assembled. Some BOOS and HISSES.

BILL

I think you just lost the moron  
vote, Marty.

Bill glances over to Shauna.

Shauna, now in the crowd, watches her hero with pride and admiration. Her eyes beam. Even her smile beams, revealing her perfect teeth. She nudges Sally, who sits next to her.

Just over from Shauna is TED FERGUSON, 17. Ferguson's a confident power broker whose ambition precedes him. He's clearly pissed at this turn of events. Petrie is his "boy." He looks up at Petrie. Petrie seems very apologetic right now. He's disappointed his boss.

Milo BANGS the GAVEL again.

(CONTINUED)

17 CONTINUED:

MILO

All right. Let's carry on with  
the debate.

(beat)

Candidate Whitney, you may respond  
concerning the proposed dress  
code.

Bill smiles at Petrie's discomfort, LOOKS DOWN TO FERGUSON.  
NEXT TO FERGUSON, BILL SEES the distracting CLARISA CARLYN,  
a sexy senior, 17 going on 27, who's got warning lights in  
her eyes. She sits directly in front of Bill, and appears  
to be staring, smiling at Bill -- almost...seducing him.  
She wears an impossibly short mini-skirt. Her legs are  
separated slightly, her panties visible, but only to Bill.  
She's totally confident, totally poised. As if she's not  
doing a damned thing wrong.

BILL

Yes...well...

Bill is stalled. The CROWD IS SILENT.

He can't stop looking at Clarisa.

Milo reacts to what his friend is involved in. He looks  
over at Bill.

MILO

(whispers)  
Hey, Bill -- quit acting so  
screwy!

Bill pays no attention to Milo.

Shauna SEES Clarisa, what she's doing to Bill. She glares  
at her, then at Bill.

BILL

Well...we should have a dress  
code...I guess...and if we  
followed it in the strictest  
possible manner...

Disgruntled SOUNDS from the students. Bill is losing his  
audience with that comment, but he still stares at Clarisa.

Petrie and Ferguson are gloating over Bill's apparent  
incompetence. It's clear that Bill is competing with  
Ferguson as well as Petrie.

Then a constrained silence as SHAUNA is so upset, she  
accidentally DROPS HER BOOKS ON THE FLOOR -- SLAP. Everyone  
hears it. Bill looks at her. That snaps him back to his  
senses.

(CONTINUED)

He casually takes a sip of water, regains control, then delivers.

BILL

I mean...

More DISGRUNTLED SOUNDS.

BILL

Wait. It would prove to the administration that a dress code really is a problem. I mean, just picture it. Everybody wearing those idiotic clothes, like Marty over here is wearing right now.

Now Bill has focused the attention on Petrie... Everyone stares at Petrie as if he's naked.

BILL

And I mean everybody. It'd make 'em think there was some sort of conspiracy.

Bill takes a beat while the students LAUGH and VOICE THEIR ASSENT. He smiles at his accomplishment, then looks over at Petrie. Ferguson scowls at Bill.

Petrie tries to respond, but everyone LAUGHS, not allowing him to speak.

Bill looks down. CLARISA IS GONE. Ferguson too is gone. Bill looks around the crowd. Milo looks at Bill.

MILO

She's bad news, man..

DISSOLVE TO:

Once again Bill sits in his chair. This time he's buoyant -- but perhaps too much so.

BILL

I can't believe it! The debate and the game. I nailed a guy who's a sure thing to win the election.

(X)

Bill picks up a peach from the fruit bowl. It's a perfect one, unlike the rotten peach from the prologue.

(CONTINUED)

18 CONTINUED:

He takes a delicious bite of it.

DR. CLEVELAND

I'm glad you're allowing yourself  
to experience a little success  
without sabotaging it.

Dr. Cleveland pauses in his notetaking to LIGHT A PIPE.

DR. CLEVELAND

Let me ask you then. How do you  
feel now about your family in  
light of the recent victories?

BILL

My family?

Bill shifts around in his chair, uncomfortable at the mention  
of his family.

DR. CLEVELAND

What is it about your family that  
upsets you?

Bill shifts around again. His "high" is evaporating. Bill's  
breath quickens slightly. He tries to be light and  
off the cuff.

BILL

Nothing. I don't think about them,  
and they don't think about me --  
we're just one big happy family...  
except for a little incest and psychosis.

Bill shifts his eyes, sheepishly looks at Dr. Cleveland.  
The "joke" was in bad taste, but Cleveland is intrigued.

DR. CLEVELAND

(beat, puffs on pipe)  
I know you're being facetious,  
but I think you believe what you  
just said.

BILL

(seriously now)  
Nah...not at all. We're getting  
along much better now.

(CONTINUED)

DR. CLEVELAND

Look, don't come in here and waste both our time bullshitting. The issue is your parents.

Bill appears in the same dreamlike state as when we first met him in Dr. Cleveland's office.

BILL

All right.

(placing hand on forehead; slowly)

They don't approve of me. They don't accept my friends, they don't talk to me like Jenny -- they don't even look like me...

DR. CLEVELAND

We've discussed this, Bill. I told you that teenagers often feel alienated from those closest to them.

BILL

Alienated? I think I'm adopted!

Dr. Cleveland spontaneously smiles, in a non-threatening way.

DR. CLEVELAND

Don't you think that's a little bit paranoid?

Bill overreacts.

BILL

Paranoid? No way. I've never been paranoid.

Dr. Cleveland, realizing he's just hit a raw nerve, tries to mollify Bill.

DR. CLEVELAND

I said, it's just a 'little bit' paranoid. Within the normal range of course.

(beat; another puff)  
You know, Bill, you really deserve what's going to happen to you.

Bill's puzzled.

BILL

What's going to happen?

(CONTINUED)

DR. CLEVELAND  
You'll going to make a wonderful contribution to Society.

Bill places his hand on his forehead, as if he's got a migraine.

19 INT. WHITNEY HOUSE - UPSTAIRS HALL - DAY

19

Bill, ready for the beach in his jams, t-shirt, Ray Bans, etc. He makes his way to Jenny's bedroom door. KNOCKS.

BILL  
Jenny?...Hey, Jen! You got any suntan lotion?

No reply. He turns the doorknob.

20 INT. JENNY'S DRESSING ROOM - DAY

20

The o.s. sound of SHOWER is louder. Bill KNOCKS on the closed door to the bathroom.

BILL  
Jenny?...Can I borrow your suntan lotion?...  
(louder)  
Jenny?

Bill waits a couple of beats, tries the door. Jenny's panties hang on the doorknob. The door's unlocked. He opens it.

21 INT. BATHROOM - DAY

21

Bill pokes his head in. Jenny is in the SHOWER. Her image is vague due to the partial opacity of the curved glass of the shower door.

BILL  
Jen...

Bill hesitates, uncomfortably. Jenny is HUMMING to herself, intimately...and it seems erotically, like she's masturbating.

Bill is suddenly struck by what he SEES through the glass and steam: half of Jenny's body -- her thighs, genital area, legs and knees -- appear to be oriented toward Bill, while the rest of her body -- her breasts, neck, and head -- are oriented in the opposite direction, toward the shower head. This seemingly impossible position looks as though it requires no straining. She's lathering herself up and down her legs, up between. Her breathing is in short little gasps.

(CONTINUED)

21 CONTINUED:

21

It disturbs Bill. He comes closer, step...step...step. Through the glass door her image is twisted, distorted. She gives a little cry as Bill opens the door. There stands Jenny -- naked, but normal.

JENNY

Bill! God! What's the matter  
with you?!

Bill just stares, then looks away, embarrassed.

BILL

Oh...sorry! Just needed to get  
something...Uh...

Bill quickly reaches into a drawer adjacent the sink.  
Pulls out a PINK BOTTLE of tan lotion.

He quickly backs away.

BILL

Is everything all right?

JENNY

Get out of here!!

Bill exits, shook up.

22 EXT. WHITNEY HOUSE - FRONT OF HOUSE - DAY

22

Bill CLOSES FRONT DOOR, stands there a little unsteady. He has his BEACH BAG in one hand and the PINK BOTTLE OF LOTION in the other. He walks toward his Jeep which is parked at the entrance to the large garage adjacent the house.

22A EXT. WHITNEY HOUSE - RIGHT CENTER FRONT - DAY

22A

His parents, Jim and Nan, stand next to the landscaping midway between the front door and the garage. They WATCH the GARDENER gather LIVE SLUGS and put them into a large ZIPLOCK BAG, which is gradually filling up.

Bill approaches them.

BILL'S P.O.V. of JIM and NAN engaged in low, unintelligible CONVERSATION. We can hear "Bill" every few lines, then LAUGHTER, then "BILL" again.

BACK TO SCENE as Bill gets closer the soft CONVERSATION STOPS -- not really abruptly, but naturally, as though it were an everyday routine.

(CONTINUED)

JIM  
And there he is, the next  
president of Beverly High.

Bill forces a smile at his father. Awkward silence.

NAN  
We're preparing for our reception  
for Judge Carter next week.

Bill stands next to them a beat, then faces them squarely  
for a beat. He looks as if he might say something, but  
stops. He turns toward his car.

JIM  
When will you be back, son?

Bill looks back.

BILL  
Well, if I go out after...

NAN  
Don't be late, dear...

Bill looks at them for a moment, goes on.

23 EXT. WHITNEY HOUSE - NEXT TO GARAGE - DAY

23

Bill gets in his Jeep. Sits on something. He reaches  
under, and pulls out a nine-inch-long plastic model of a  
man -- a "Ken" doll -- with a large screw driven through  
its head.

He's disturbed by the doll. Looks around for any possible  
culprits. No one's about, other than his parents, who are  
again engaged in CONVERSATION.

He CRANKS UP the Jeep reflexively, then places his hand  
on his forehead, the way he did at Dr. Cleveland's office.

BILL  
(sotto)  
Jesus...what's the matter with  
me...

Then he PEELS OUT and down the drive.

24 EXT. PRIVATE BEACH CLUB - ON THE BEACH - DAY

24

In the distance there is a girl facing away from us in a  
stunning CHARTREUSE BATHING SUIT. Very sexy. She's  
rubbing suntan lotion on her shoulders in a slow methodical  
way.

(CONTINUED)

As CAMERA FOCUSES on the f.g. we see Bill rubbing suntan lotion onto Shauna's back as she lies on a beach blanket surrounded by beach paraphernalia.

Shauna's bikini is a bit more conservative than the girl's we saw in the distance.

Bill, showing evidence of extreme teen-horniness, kisses Shauna's neck, initiating some petting. Shauna turns into his arms and kisses him.

SHAUNA

I love you, you know.

Bill takes that as an opportunity for passion, right on the beach. He responds with a deep kiss. His hands wander all over her body, but when they stray below the waist she coyly, but firmly, lets him know the limits.

SHAUNA

And if you really love me you'll get us invited to Ted Ferguson's party. I can't believe we were left out.

Bill tries kissing her again, but she looks off down the beach. He looks in the same direction.

25 EXT. BEACH - BILL'S P.O.V. OF FERGUSON'S GANG - DAY

25

A group of TEENAGED BOYS are huddled together. Ted Ferguson and Martin Petrie among them. Nearby, the girl in the CHARTREUSE BATHING SUIT stands -- still facing away, toweling off.

TWO TEN-YEAR-OLD BOYS play COMMANDO on the periphery of Bill's view. One of the Boys is Shauna's little brother, JASON.

26 EXT. BEACH - SHAUNA, BILL ON BLANKET - DAY

26

Shauna gets intimate, presses up against him sexily, using the promise of sex to get her way.

SHAUNA

Look, there he is. Don't you think you could go talk to him?

Bill hesitates, then looks over at FERGUSON'S GROUP.

BEHIND SHAUNA AND BILL, the TWO BOYS sneak up. Shauna's brother grabs bottle of suntan lotion. Bill turns, SEES Jason.

(CONTINUED)

BILL

Hey!

Jason squirts lotion all over them, especially in Shauna's hair.

JASON

Die! Alien scum!

SHAUNA

My hair! God dammit, Jason!  
We're going home!

The boys run -- Bill follows.

26A EXT. BEACH - FOLLOWING RUNNING BOYS - DAY

26A

The Boys run. Bill follows fast. Catches up. The Boys fall down LAUGHING. Bill wrestles with them in the sand. They scamper to crawl away, dropping the PINK BOTTLE OF LOTION. Bill crawls after the bottle, then runs straight into a PAIR OF SEXY LEGS. A HAND REACHES DOWN, grabs the PINK BOTTLE.

[REDACTED]

[REDACTED]

[REDACTED]

CLARISA

[REDACTED]

[REDACTED]

Bill stands up, looks back at Shauna, who's frantically wiping her hair and gathering her things. She's not too happy about Bill being around Clarisa. Bill motions for Shauna not to leave, then signals his intention to speak to Ferguson after all.

But when he turns toward the GROUP, he bumps into an OBESE WOMAN (MRS. CARLYN), in a black bathing suit with a RED FLOWER scrunchie below her breasts and above her giant hips. The flower looks deformed. She stares at Bill, says nothing. She's in a zombified daze, her face caked with white zinc for sun protection. Bill looks around, but the Woman doesn't move.

Bill stares at her a beat, confused. He wipes at the lotion off his face, missing most of it, and walks around her.

ANGLE ON FERGUSON'S GANG as they are engaged in low CONVERSATION when Bill arrives, still holding the lotion Then TALK CEASES, exactly the same way it ceased when Bill found his parents talking to the Gardener.

But the Gang quickly renders a cacophony of "HI BILLS." MARTIN PETRIE is in the group; he's very uncomfortable in the sun.

Ferguson looks closely at Bill's face, which still has lotion on it. He CHUCKLES, reaches to touch Bill's face, and when he makes contact...

FERGUSON

Well, Whitney the wonder boy.  
This part of the beach dress code?

A FEW LAUGHS from Ferguson's Gang. Bill wipes off the lotion, embarrassed.

BILL

(conciliatory; nods to  
Petrie)

Come on, Ted. Don't get bent out of shape. After all, I am captain of the debating team.

Petrie looks at Ferguson.

FERGUSON

Hey, nothing you do could bend me. Just remember...we don't lose, Whitney.

BILL

What are you going to , rig the election?

FERGUSON

Don't need to. Martin here was born to lead.

Bill's shifts ground.

BILL

(too casual)

Hey...anything going on this week?

Ferguson looks around, shrugs his shoulders.

FERGUSON

Next week? Can't think of anything.

Shrugs all around.

(CONTINUED)

BILL

Well, if you hear anything...

Ferguson enjoys Bill discomfort...

FERGUSON

...I'll send a telegram.

Ferguson hits Bill "playfully" in the arm -- except it's a little too hard to be playful. Bill's knocked off balance. He looks back at Shauna. SHE'S GONE.

Bill's irritated at himself for being in this embarrassing situation. Takes his leave.

BILL

Well...let me know.

FERGUSON

My pleasure.

28 EXT. BEACH - DOWN THE BEACH - DAY

28

Bill walks slowly back.

Suddenly David Blanchard appears -- paces with Bill. Bill is startled, then annoyed.

BILL

(tentative)

Blanchard...que pasa?

Blanchard, more distraught than before.

BLANCHARD

I've got something you gotta hear.

BILL

You were way outta line with my sister, man.

BLANCHARD

Come on. This is really important.

BILL

What are you talking about?

Blanchard looks back at the group of boys that Bill had just been talking to. He's extremely anxious.

(CONTINUED)

BLANCHARD

Not here...please. Just come with  
me to the van.

CUT TO:

29 INT. WHITNEY HOUSE - LIVING ROOM - DAY

29

Jenny enters the room as though something terrible had  
happened.

JENNY

(whining)

Da-a-ad! Something's wrong with  
one of my earrings.

Jim Whitney, sitting on the sofa, looks up from the  
documents he was perusing.

Across from him -- other side of the coffee table -- sits  
JUDGE DOUGLAS CARTER, whom we've been hearing about. He's  
in his sixties, dressed conservatively and wearing a  
toupee. His presence is "Patriarchal," like a grandfather  
or a wise man.

Jenny suddenly realizes just who's there.

JENNY

Oh...Hello, Judge Carter.

She crosses to him, extends her hand. He stands, greets  
her formally.

JUDGE CARTER

(brightly)

Well, how's the newest confirmed  
member of society this fine  
afternoon?

JENNY

I'm fine. It's my earring that's  
not so good.

Jim puts the paper down. Jenny hands the earring to him.

The MAID is dusting in the b.g.

JUDGE CARTER

Well, young lady, you certainly  
added beauty to an altogether  
beautiful coming out party. Don't  
you think so, Jim?

JIM

Prettiest girl there.

(CONTINUED)

29 CONTINUED:

29

Jim examines the earring. Takes pen from pocket and pokes through the filigree.

JENNY

Inside the hoop, the basket part.

INSERT EARRING. It's the large tear-drop shaped earring we saw in her room earlier. At the bottom of the earring -- the bottom of the tear -- is a cage or basket made out of thin filaments of metal.

Inside the cage is a black cylinder with a gray and somewhat porous tip. It's about half an inch long.

You have to look closely to see it through the golden filaments.

JIM (O.S.)

Seems to be something caught in there.

30 EXT. PARKING LOT - ESTABLISHING BLANCHARD'S VAN - DAY

30

His VAN is next to Bill's Jeep, in beach parking lot.

31 INT. BLANCHARD'S VAN - DAY

31

His van is filled with electronic hardware and software of all kinds. Hundreds of connectors, cables, diodes, etc.

Blanchard produces a special HALIBURTON BRIEFCASE. It's locked. Blanchard arranges the numbers of the combination lock to the proper sequence.

BILL

Top secret, eh?

Blanchard opens the Haliburton revealing what apparently are special cassette audio tapes, video tapes, floppy diskettes, etc. He looks at Bill with a dead serious expression.

Blanchard selects a particular audiocassette -- a PURPLE MICROCASSETTE. He pops it into player.

Blanchard hits the PLAY BUTTON on his taperecorder.

FROM THE MICROCASSETTE RECORDER: Car doors OPEN and then SLAM shut.

JIM (V.O)

Is everybody in?

NAN (V.O)

Yes.

(CONTINUED)

JENNY (V.O.)

Yes, Dad.

JIM (V.O.)

All right, girls, don't forget  
the seatbelts.

Bill nearly jumps out of his skin at the realization --  
his own family...

BILL

(infuriated)

BLANCHARD!! THAT'S MY FAMILY!!

Blanchard is defensive, holds his hands up to defend  
himself against a possible physical attack.

BLANCHARD

You're gonna think this is weird,  
but I put a voice actuated  
taperecorder under you parents  
car, and a microphone in Jenny's  
earring.

BILL

YOU BUGGED MY FAMILY?!!

BLANCHARD

Just listen!

The TAPERECORDING CONTINUES and, before Bill can get an  
answer...

NAN (V.O.)

(budding enthusiasm)

I remember my own coming out.  
God, I was so excited!

JENNY (V.O.)

Then you can do it with women as  
well as men?

Bill, riveted now.

JIM (V.O.)

You know the schedule. First,  
we dine -- then copulation -- with  
someone your own age at first,  
then...with your mother and me,  
and then...in comes the host...  
and you'll be ready!

Bill looks at Blanchard aghast.

(CONTINUED)

JENNY (V.O.)

Mom, is that why you and Daddy  
were doing those things at night  
in my room.

JIM (V.O.)

You bet, sweetheart.

NAN (V.O.)

It sure is!

JENNY (V.O.)

Oh, my god, this is so exciting!

JIM (V.O.)

And now you're ready to take that  
final step...and we'll be there  
to help you.

JENNY (V.O.)

Mom, is my hair okay in the back?

NAN (V.O.)

Let me see.

JENNY (V.O.)

I could hardly keep a straight  
face when Bill apologized to me  
about not being able to make it  
tonight.

JIM (V.O.)

Don't be concerned about your  
brother, Jenny. He's too busy  
with things in his own world to  
worry about ours.

(beat)

...Or our plans for him.

Bill reacts to what he's heard. He looks up at Blanchard.  
He's utterly nonplussed. At sea.

Blanchard hits fast-forward, stops at another section of  
tape.

FROM RECORDER: the SOUND of many GIGGLING GIRLS. The  
RUSTLE of cloth. MURMURED CONVERSATION in the b.g.

GIRL #1 (V.O.)

You really lucked out, Jenny.  
Ted Ferguson is really cute for  
a first partner!

JENNY (V.O.)

I'm a little nervous, though.

BILL

TED FERGUSON!!

(CONTINUED)

BLANCHARD

Yeah. Jenny and Ferguson...but  
that's just the beginning!

GIRL #2 (V.O.)

(schoolgirl excitement)

You'll be so absorbed with Ted's  
body at first...you won't even  
notice the rest of it, until you  
become part of it!

JENNY (V.O.)

Where do we put our stuff?

ANOTHER GIRL (V.O.)

That's why we have servants,  
silly.

GIRL #1 (V.O.)

Quit worrying! Here, let me help  
you.

(beat)

Wow! Your breasts look totally  
sexy. Guys are gonna pop high  
ones the second they see you!

More GIGGLING (V.O.)

Bill bends over, nauseous.

32 INT. WHITNEY HOUSE - LIVING ROOM - DAY

32

Jim has carefully severed Jenny's earring into two pieces  
with a small x-acto saw.

Pulling the pieces apart, the small black cylinder rolls  
out onto the surface of the coffee table.

Judge Carter peeks at the cylinder over Jim's shoulder.

Jim picks up the object and examines it.

JIM

(reflectively)

A microphone?

JUDGE CARTER

Let me see.

Jim hands it to Carter who rolls it around between his  
fingers.

Jim SIGHES.

(CONTINUED)

JIM

David Blanchard's been...bothering my daughter recently. Following her, things like that. He's a real wizard when it comes to electronics.

Judge Carter looks at Jim.

JUDGE CARTER

(matter-of-factly)  
Is that right, Jim?

33 INT. BLANCHARD'S VAN - DAY

33

Bill looks like someone who's just talked to God, and God replied with an off-color joke.

CONT'D FROM MIRCROCASSETTE RECORDER:

SHUFFLING OF FEET, CLAPPING. LIVE DANCE MUSIC.

Then Jenny MOANS ecstatically.

JENNY (V.O.)

Oh, Ted, you were wonderful!

FERGUSON (V.O.)

I know.

SHUFFLING OF FEET, then Jim's voice grows closer.

JIM (V.O.)

Don't get too cocky Ted...know what I mean?

OHHS, AHHS (V.O.)

FERGUSON (V.O.)

That's him.

JIM (V.O.)

Don't worry, dear, we'll help you.

JENNY (V.O.)

Oh, good.

(beat)

Oh...Oh, Ted...Oh, my god, what are you doing? Ted? Oh...no...

NAN (V.O.)

Let me help you too, Jenny.

(CONTINUED)

Bill looks at Blanchard, hoping in vain for some hint of unreality. Blanchard's face provides nothing but confirmation, however.

NAN (V.O.)

Oh, thank you, Ted. Here, just help me get her into position. That's better, yes, now we can begin...Isn't that better, darling?

Jenny MOANS affirmatively (V.O.).

Bill feels as though he might pass out, or become paralyzed.

Suddenly, there are FARTING NOISES and grotesque SNORTS (V.O.), similar to the sounds from a cattle drive. Then there are GRUNTING SOUNDS and LABORED BREATHING. Some speak unintelligible syllables through their snorting.

Then finally, a voice in the background (V.O.)...

MALE VOICE (V.O.)

...Ready...shunt him...

The words are clear.

A LOUD LICKING SOUND (V.O.) just then -- someone's slobbering on Jenny's microphone earring. Like an animal.

Then, a horrible WAILING (V.O.) commences. It crescendos into a bone-chilling SCREAM.

Bill's eyes are so wide he's about to lose them. He doesn't blink. Nor flinch.

More SNORTS, then LAUGHING and SEXUAL NOISES (V.O.). And the SCREAMING continues in the background.

BILL

What the hell are they doing?!!

It's just too much for Bill to take. He turns the TAPE OFF, grabs Blanchard, shoves him to the floor of the van.

BILL

You rigged this, man! This is bullshit!

BLANCHARD

You've lived with these people all your life and you don't know anything about this?!

(CONTINUED)

Bill holds his fist back, ready to hit him. Instead he grabs the MICROCASSETTE out of the recorder. Blanchard gets up, tries to take it from him. They STRUGGLE for the Microcassette. Finally, Bill wins out.

He shoves Blanchard back, frees himself, then slams through the van and exits with the cassette.

BLANCHARD  
Bill, wait!

CUT TO:

34 INT. DR. CLEVELAND'S HOUSE - FOYER - NIGHT

34

Cleveland answers the door. His face is wet, hair matted -- as if he's been perspiring.

He opens the door to Bill, who has interrupted Dr. Cleveland. There are PEOPLE (guests) o.s., which carry on CONVERSATION.

Bill shows him the MICROCASSETTE.

BILL  
You've got to listen to this tape!

DR. CLEVELAND  
Bill...has something happened at home?

BILL  
I'm not crazy! It's real! I can't believe it!

DR. CLEVELAND  
I can't right now. But I'd be glad to listen to it later.

Dr. Cleveland reaches for the tape.

BILL  
No way!! Now! Please!

DR. CLEVELAND  
Bill, trust me. I'll call you as soon as I listen to it. Or I'll see you tomorrow. It's okay, Bill, really. Give me the tape.

Bill stands there, confused, looks around.

BILL  
No.

(CONTINUED)

Dr. Cleveland honors the relationship between them, backs off.

DR. CLEVELAND  
Are you still afraid of me?

Bill looks at him, then out the door. He hesitates.

DR. CLEVELAND  
It's up to you, Bill. If you want  
you can bring it in tomorrow.

Bill, still undecided, but leaning toward trust.

BILL  
I don't know why I'm afraid. I...

Bill hands him the tape.

BILL  
It's very important.

Dr. Cleveland nods, takes the tape, then ushers Bill out and shuts the door.

35 INT. SCHOOL HALL - BILL'S LOCKER - NEXT DAY

35

Bill stands with his back against the locker, desperately trying to explain things to Shauna. He's determined, but afraid to come right out with it.

Shauna looks down at the floor, pouting.

BILL  
...After you left the beach, I  
heard something. It involves my  
parents, my sister, Ted  
Ferguson...

SHAUNA  
(looking up)  
He's not inviting us, is he? I  
knew it!

BILL  
Shauna, Jesus! Listen to me!  
Quit worrying about the stupid  
party!

SHAUNA  
Maybe it's stupid to you...But  
I want to go!

(CONTINUED)

BILL

Goddammit! Is that all you think about -- parties and social status?

SHAUNA

If you're having problems, it's because you're so big-headed and selfish! No wonder we never get invited anywhere.

BILL

Look! There's this tape --

SHAUNA

(interrupting)  
-- It's not just me. A lot of people notice how conceited you are.

Bill looks around. He cannot talk to this girl to save his life.

BILL

Will you listen to me? I'm trying to talk to you about something and all you're doing is giving me a lot of shit!

SHAUNA

Fine! If that's what you think of me, I'm glad to know it now rather than later.

(beat)

I don't know... Maybe we should see other people.

Shauna turns, strides haughtily down the hall. Bill watches, completely dismayed.

BILL

Shauna! Wait!

She doesn't look back.

Bill turns to his locker. Instead of turning the combination lock, he simply hits it two times on top, once on the bottom -- the locker opens.

In the locker, hanging from some string taped to the top of his locker is a phony rubber shrunken head.

Milo comes up behind Bill, pokes his head over Bill's shoulder. Smiles.

(CONTINUED)

MILO  
Hey, dude, I see...

Bill cuts him off.

BILL  
Secret admirer.

Bill rips the rubber head out of his locker and flings it down the hall as the BELL RINGS.

MILO  
Never mind.

They walk into a classroom.

36 INT. PSYCHIATRIST'S OFFICE - DAY

36

Dr. Cleveland in his big chair. Bill stands across from him. Dr. Cleveland holds the MICROCASSETTE.

DR. CLEVELAND  
I'm concerned about you, Bill.

BILL  
Did you listen to the tape?!

DR. CLEVELAND  
You're aware, aren't you, that what you're doing is illegal.

BILL  
What about what they were doing??!  
My father and sister and mother  
-- together!!

Dr. Cleveland pops the MICROCASSETTE he's been fondling into a CASSETTE RECORDER on his desk top.

FROM THE MICROCASSETTE RECORDER:

WHAT THEY HEAR: Car doors OPEN and then SLAM shut.

JIM (V.O)  
Is everybody in?

NAN (V.O)  
Yes.

JENNY (V.O)  
Yes, Dad.

JIM (V.O)  
All right, girls, don't forget the seatbelts.

(CONTINUED)

Bill's face ignites in recognition anxiously.

BILL

Move it up a little farther!

Dr. Cleveland calmly hits fast forward. SOUND OF SQUEAKING VOICES IN FAST FORWARD. He hits PLAY:

FROM THE TAPEREORDER:

NAN (V.O.)

(budding enthusiasm)

I remember my own coming out, god  
I was so excited.

Bill is confused.

JENNY (V.O.)

You mean I can dance...with anyone  
I want?

Bill reacts -- now very confused.

BILL

I don't understand.

JIM (V.O.)

You know the schedule. First,  
we dine, then introductions --  
then you'll be presented.

Bill goes out to sea.

BILL

No! No!

JENNY (V.O.)

Oh, my god, it's so exciting!

JIM (V.O.)

And don't worry, dear. We'll be  
there to help you.

JENNY (V.O.)

Mom, is my hair okay in the back?

NAN (V.O.)

Let me see.

JENNY (V.O.)

I felt really bad that Bill  
couldn't come. I hope he doesn't  
feel left out.

(CONTINUED)

JIM (V.O.)

We're very proud of your brother,  
Jenny. It's just unfortunate that  
he couldn't be with us.

Bill's dazed, confused.

BILL

No, that's not what I heard.

Dr. Cleveland hits fast-forward, stops at another section of tape.

FROM RECORDER: the SOUND OF DANCING, CLINKING OF GLASSES, VOICES...A PARTY. The SOUND of a DANCE BAND.

Bill waits for more.

Bill stands up, reaches for the tape.

Dr. Cleveland won't give up the tape. He's concerned as a friend as well as a professional.

DR. CLEVELAND

Bill, people are what they are.  
You're going to have to accept that. And you're going to have to accept society's rules about invasion of privacy. If you don't follow the rules...bad things happen. I mean, some people make the rules, some follow the rules. It's really what you're born to.

Cleveland writes a prescription.

DR. CLEVELAND

You know I don't like to give you drugs, Bill.

BILL

What? I don't believe this!

DR. CLEVELAND

You know you can trust me, Bill.

BILL

You've got to believe me!

Bill suddenly turns, grabs Dr. Cleveland's telephone, punches out a number.

Dr. Cleveland allows this breach -- walks over to the window, his back to Bill.

(CONTINUED)

BILL  
(impatiently)  
Blanchard! It's me! I need a copy of the tape...No, it can't wait. Corner of Roxbury and Wilshire...Okay...hurry.

Bill hangs up, looks at Dr. Cleveland, who turns around, shaking his head slowly as Bill exits.

37 OMITTED 37  
38 OMITTED 38  
39 INT. BILL'S JEEP - SUNSET BOULEVARD - DAY 39

Bill driving pretty damned fast on Sunset, around curves, through almost-red lights, etc. Just before entering Beverly Hills he is slowed by a serious accident.

BILL'S P.O.V. He pulls over behind the car involved, which is totalled. It's a van. David Blanchard's van.

BILL (O.S.)  
(sotto)  
Blanchard...shit!

40 EXT. SUNSET BLVD. - DAY 40

Bill jumps out of his JEEP and runs over to the AMBULANCE where he SEES David Blanchard's body being loaded by a PARAMEDIC. His body lies on a gurney, a sheet pulled over his face -- he's apparently dead. Blood gradually stains the sheet even as Bill watches.. Once the body is inside the ambulance, the doors close. Bill is in shock. He stumbles around through the debris of the wreck, falls against the van.

It was hit from behind, all ELECTRONIC EQUIPMENT strewn about like autumn leaves in a hurricane -- everything torn and broken. The front windshield is smashed from the inside and spattered with blood. Bill SEES David Blanchard's Haliburton briefcase.

(CONTINUED)

Bill picks up the briefcase -- it falls open, empty. Suddenly, a cop -- SERGEANT BURT -- wearing red sunglasses, grabs it too.

SERGEANT BURT  
Hey! This isn't a garage sale!

Bill doesn't let go of the briefcase.

BILL  
That's my friend...

SERGEANT BURT  
Look, you can't just wander into an accident scene. Now just clear out.

Bill, in a daze, starts to back away. Sergeant Burt folds up the briefcase, tucks it under his arm.

BILL  
Something's wrong here. Very wrong.

Bill stands there, the color drained from his face -- it's the first time he's seen anything like this.

41 INT. WHITNEY HOUSE - LIVING ROOM - DAY

41

Bill comes in, in shock. He crosses the living room only to find Jenny, Nan, and Jim -- all smiling. Jenny's eyes light up when she sees Bill.

JENNY  
(excited)  
Guess what! A telegram came for you!

Jenny extends her hand holding the telegram.

BILL  
(uncertain)  
Jenny, uh, something bad has happened.  
(motions toward sofa)  
Maybe you better sit down. I...

JENNY  
(interrupting)  
Well c'mon, Bill! Doncha wanna open it?

Nan and Jim look on happily.

(CONTINUED)

NAN  
Go on, Bill.

Bill looks at them, then takes the telegram. Seems to think it over, but goes ahead and opens it. He READS it in a sullen monotone.

BILL  
"MR. WILLIAM WHITNEY: YOU ARE CORDIALLY INVITED TO A PARTY TO BE GIVEN AT THE RESIDENCE OF THEODORE S. FERGUSON, 822 DOHENY ROAD, THIS EVENING, THE FIFTEENTH OF OCTOBER AT EIGHT O'CLOCK P.M. PLEASE BRING THIS TELEGRAM TO VERIFY YOUR INVITATION AT THE DOOR OF THE ESTATE. CORDIALLY, TED (THE TYCOON) FERGUSON."

Bill looks up from the telegram and glances at Jenny.

Like Nan and Jim, she reacts only to the content of the telegram and not in particular to the mention of Ted Ferguson.

All three are jubilant.

JENNY  
Wow!

JIM  
That should be some bash.  
(cautioning)  
But careful on the drinking and driving, son.

NAN  
That home is just beautiful inside. Maurice Arneau did most of the interior. He says it's his best work to date.

Bill's had enough.

BILL  
Listen, I have something to tell you all. It's about David Blanchard.

Bill notes Jenny's reaction -- nothing.

(CONTINUED)

JIM

We know about the automobile  
accident.

(soberly looking  
downwards)

Terrible, terrible loss.

NAN

Oh my, yes. Just awful.

Jenny lowers her head.

Bill waits a beat for some further reaction -- there is none.

BILL

Maybe you don't understand.  
David's dead!

Nothing but respectful silence.

BILL

(exasperated)  
Jenny?!

JENNY

(quietly, head bowed)  
You know, I'm really gonna miss  
him.

BILL

That's it? You're really gonna  
miss him? I mean I know he was  
pretty zoned out after you dropped  
him but still...

Jenny looks up.

JENNY

I'd rather not talk about it.

(whining)

Please!

(abrupt change in tone)

Now, what are you gonna wear?

BILL

(confused)

To the funeral?

JENNY

No-o-o, you weirdo! To the  
Ferguson's party!

BILL

Yeah...Ferguson.

(CONTINUED)

Bill looks at her accusingly.

NAN  
What about the party?

BILL  
What about it?

BILL'S P.O.V. Their eyes on Bill, like overly helpful clerks in a department store.

NAN  
(sincerely)  
I really think you should go.

42 EXT. FERGUSON MANSION - PARTY - NIGHT

42

Bill wanders around the SWIMMING POOL, the THRONG moving in every direction around him. This is a wild -- rich -- high-school party...except for all the adult help. Sex, drugs, rock and roll on a grand scale. There's LIVE ROCK MUSIC. GUESTS gorge themselves on Dom Perignon and caviar, served by TUXEDOED WAITERS.

Bill shakes his head "no" to some champagne. He's looking every which way. Looking hard, but not finding it.

Bull suddenly feels the need to look to his left.

BILL'S P.O.V. The girl from the beach, CLARISA, who wears a revealing dress. She takes a puff on a cigarette, makes it a sexual act, as she's swaying up to Bill. She gives Bill a look he can never forget. He feels it in his genitals as well as his heart.

CLARISA  
Wanna dance?

BACK TO SCENE. A SLOW ROCK BALLAD BOOMS OUT DEAFENINGLY FROM MAKE-SHIFT STAGE in the b.g.

BILL  
(yells over music)  
I've gotta talk to someone.

CLARISA  
(over music)  
Then talk to me...

Clarisa pulls Bill to the DANCE FLOOR.

ANGLE ON DANCE FLOOR. Clarisa wraps her arms around Bill's neck and smiles, looks him right in the eyes, drops her cigarette to the ground and steps on it. Clarisa's body gracefully moves, keeping passionately close at all times.

(CONTINUED)

BILL  
(over music)  
You're name is Clarisa, isn't it?

Clarisa nods sexily.

The BAND FINISHES THE SONG, but Bill continues to SHOUT.

BILL  
(yelling)  
CLARISA CARLYN!

Everyone in the vicinity hears Bill shout her name.

STANDING NEARBY. Sally hears and sees. She keeps an eye on the couple. Clarisa SEES Sally, then smiles at Bill.

CLARISA  
Where's...Shauna?

He usually isn't caught off guard like this.

BILL  
Well, I didn't expect her to be here, if that's what you mean.

CLARISA  
That's who you go with, isn't it?

He tries to get some control over her directness.

BILL  
Do you know my mother's maiden name, too?

CLARISA  
Real or adopted?

Bill gives her a puzzled look.

FROM THE SIDE. Milo comes up to Clarisa and Bill, champagne in hand. He's typically underdressed in T-shirt and jeans.

MILO  
Bill? What happened to Blanchard?

BILL  
Ferguson invited you?

MILO  
Give me a break...

Clarisa LAUGHS in a bizarre way, lights another of her long cigarettes.

(CONTINUED)

Milo turns to Clarisa, irritated.

MILO

Hey, I'm not in the mood all right?

CLARISA

Whatever turns you on.

MILO

(to Clarisa)

Hey, at least I don't turn tricks to get my kicks.

Clarisa smiles, turns into the crowd. Bill turns to Milo.

BILL

That wasn't called for, Milo.

MILO

Hey, man, have you seen her mother?

Bill doesn't respond. He looks around the party again...

MILO

(nervous)

Listen...Bill, what happened today...to Blanchard?

Bill doesn't answer, starts after Clarisa.

Milo grabs him. Bill shakes loose.

MILO

Hey! I asked you about Blanchard. You saw it didn't you?

Bill turns back to Milo, distracted.

BILL

I just can't deal with it...

(beat)

I gotta go.

Milo, hurt. Bill continues to look after Clarisa. Milo tries once again.

MILO

I love you too...Jesus...It's just that I heard somebody creamed him from behind.

This really makes Bill angry.

(CONTINUED)

BILL  
Milo, you don't know anything  
about it! Okay?!

Now Milo's wounded. And reacts.

MILO  
Who do you think you are?!

Bill just turns and walks away from Milo, and into the CROWD.

MILO  
Well, fuck you too asshole!

43 EXT. FERGUSON MANSION - BY POOL - BY FERGUSON "GANG"  
- NIGHT 43

Bill, following Clarisa, bumps right into Ferguson, who's busy taking a hit off a joint. Clarisa is there too, eyeing Bill disconcertingly.

BILL  
(to Ferguson)  
We need to talk.

Ferguson smiles.

FERGUSON  
Why, Bill...I guess you got my telegram. Sorry it was so much at the last minute.

BILL  
I want to talk about David  
Blanchard.  
(beat)  
...And my sister.

The GANG is silent.

FERGUSON  
(deadpan)  
I thought they broke up.

Ferguson LAUGHS causally.

FERGUSON  
He really wasn't her sort!

The GANG LAUGHS along with Ferguson.

Ferguson hands him what's left of a joint. Bill pushes Ferguson's hand away.

(CONTINUED)

The "GANG" reacts with a series of "Ohhhh, look out (s)..." etc.

FERGUSON

Hey, pal, don't be so intense!  
Like I said, relax...enjoy...

BILL

I want to know what happened to  
Blanchard...and I wanna know what  
you did to Jenny at her coming  
out!

Ferguson is stoned, starts to rap.

FERGUSON

Well, you know the schedule.  
First first...we dined, then I  
fucked your sister -- such a  
nubile lass. Everyone was so  
turned on, they fucked her too!

Bill's stunned.

FERGUSON

And as for bagel-breath Blanchard.  
I ran the low-rent fool right into-  
a pole -- pretty busy week, don't  
you think?!

Bill can't take it anymore. He punches Ferguson, who falls  
into his friends and onto the ground.

Bill is surprised at what he just did.

FERGUSON

You are stupid!

Ferguson gets up slowly. His pals hold Bill. Ferguson  
approaches Bill again, extends his hand to Bill's face,  
holds it there, finally touching.

FERGUSON

Make waves, Whitney, you're gonna  
drown.

With that Ferguson shoves Bill -- by the face -- right into  
the POOL. Kids react all about.

Clarisa stands at the side of the pool, wet from the  
splash.

Bill slowly comes up from underwater.

(CONTINUED)

Reminiscent of the PROLOGUE, CLOSEUP OF BILL'S EYES as they break through the water.

BILL'S P.O.V. Clarisa waits for him at poolside, offers him a hand.

CLARISA

Wet dreams?

Bill gets out of pool. Kids stare at him. He feels like a fool at best right now.

He looks around for Ferguson. Clarisa takes him by the arm. She's kind of impressed.

CLARISA

You're crazy. Do you know what you just did?

Bill starts after Ferguson. She grabs him.

CLARISA

Don't bother.

(beat)

It's his party.

BILL

Well...one day it's gonna be my party...

Clarisa smiles like a Playboy centerfold, reaches out and pulls his shirt up.

She finds a loose BUTTON on Bill's shirt, fiddles with it.

CLARISA

You know you're in danger of losing this button? It's held on by only one thread.

The button comes off in Clarisa's fingers.

CLARISA

Oops. 'Told ya.

Clarisa wraps her arms around Bill's neck.

BILL

You're really weird.

Clarisa holds the button up.

CLARISA

Wanna go get sewed?

(CONTINUED)

43 CONTINUED: (3)

43

Clarisa makes contact -- his cheek and stomach. For the time being, he's forgotten Ferguson. He desires her now -- her and nothing else.

44 OMITTED

44

45 INT. CARLYN HOUSE - IN CLARISA'S BEDROOM - NIGHT

45

Clarisa's bedroom is large, with black lacquer Chinese furniture and surrealistic art. A strange blend of future and past.

In the center is a large canopy bed, also black lacquered.

Clarisa unbuttons his shirt.

CLARISA

Better get out of these wet things.

She kisses him, moves her hand inside his shirt, feeling his chest, stomach and back. Bill responds.

CLARISA

You seem so...fresh...

Clarisa unzips Bill's pants. She's clearly dominant in this affair. She pulls his pants down. Bill backs into the bed.

CLARISA

There. Try to run now.

She laughs at the sight of Bill.

BILL

(awkwardly)

Is anybody here?

CLARISA

Lean machine, jellybean.

She moves up to him again, her hand above Bill's crotch. Bill is like a little boy.

Clarisa turns around. She's still in her dress.

CLARISA

(just like Jenny)

Unzip me, Billy.

Bill does. The dress falls to the floor.

(CONTINUED)

NOTE: From here on the scene is covered by SUBJECTIVE CAMERA ANGLES and has a dream-like quality that goes from the erotic up to the orgasm and claustrophobic after.

Clarisa pushes Bill back onto the bed, then crawls on top of him. She licks his face, then pushes his face between her breasts. Bill tenses up. All the strain of the last few days wells to the surface. Every cell in his body needs the release; he struggles to let it out. And then it comes in waves as she makes love to him. His body trembles and he MOANS, letting himself be controlled, led, fed by her.

Her legs wrap around him tight -- he can't move. She rolls to the side. She rolls on top of him, pushing him into the bed, her mouth devouring him.

Her breathing is loud, labored. Sweat pours from her face and body onto him. He struggles to get away from her passion, but she holds him...

...he gasps, and gasps and they reach orgasm. Bill deflates, but Clarisa continues to hold onto him. Bill struggles to break free. Her arms seem too long, suddenly. Her hands reach all the way around to his chest. It's like a spider wrapped around its prey.

Clarisa smiles, but her face seems to distort: her lips elongate...it's nightmarish in the dull light. Bill struggles, finally breaks away and falls to the floor.

Bill pulls himself up. Something is wrong: Clarisa's nude body appears twisted into some impossible posture -- similar to the way Jenny looked in the shower. Clarisa smiles.

BILL  
Clarisa!

Bill crawls over to the bed and gets up.

Clarisa moves over on the bed to give him room to get back on. She now looks perfectly normal.

Bill's befuddled.

CLARISA  
Something wrong, Billy?

BILL  
(hesitant)  
You were in a funny position.

(CONTINUED)

CLARISA  
(shrugs)  
I'm double jointed.  
(smiles sexily)  
Has its advantages. Don't you  
think?

Clarisa continues to smile and kisses him on the lips.

CLARISA  
Oh, Billy...you're so...innocent.  
(beat)  
I wonder when, exactly, you lost  
your virginity?

Clarisa lets out a LAUGH. Bill is extremely uncomfortable.

46 EXT. CARLYN HOUSE - NIGHT

46

A blue CAMARO is parked across the street from the large house.

Bill's JEEP is parked in front of the house.

47 INT. DATSUN - NIGHT

47

Shauna sits behind the wheel. Sally next to her, directing her attention toward the Carlyn house. Shauna is upset.

SALLY  
See? That's Bill's Jeep.

Shauna's in tears.

SHAUNA  
It is. I can't believe he did  
this to me.

SALLY  
Come on, Shauna. Might as well  
find out now rather than later,  
right?

SHAUNA  
No!

SALLY  
What a bitch that Clarisa Carlyn  
is!

SHAUNA  
(really upset)  
All right! All right!

(CONTINUED)

Sally puts her hand up to Shauna's mouth, quieting her. Sally looks toward the front of the house incredulously.

SALLY  
Who's that?

Shauna looks too.

SHAUNA  
Let's go...

48 INT. CARLYN HOUSE - LIVING ROOM - NIGHT

48

The living room is too clean, purple and deco. The atmosphere is sterile, cold, as if no one lives here. (X) (X)

Clarisa, in robe and slippers, holds a teapot. Bill is dressed, sitting, tea-cup in front of him. (X) (X)

BILL  
...How well do you know Ted Ferguson?...

Clarisa LAUGHS.

(X)

CLARISA  
How well do you know Shauna?

Clarisa flippantly pours Bill a cup of tea. She makes it look seductive.

CLARISA  
(interrupting)  
How do you like your tea? Cream?  
Sugar? Or do you want me to pee  
in it?

He looks up at her.

BILL  
You're a class act, Clarisa.

Clarisa wraps her arms around Bill, kisses him. He rises, then returns her kiss on the lips, wraps his arms around her. They lock in an embrace. His hands slide under her robe. He feels her back, her sides.

He leans her against the island, kisses her hungrily. He is aggressive. He's had some experience and its unleashed his confidence. He pulls back after the kiss, then kisses her neck, pulls her robe off her shoulders.

(CONTINUED)

CLARISA

Why, Billy...I didn't think you  
had it in you.

Bill pulls back, looks around just to double-check that  
they are alone.

P.O.V. ENTERING THE LIVING ROOM. We see Bill and Clarisa (X)  
making out. Bill pulls his shirt out of his pants. (X)  
Unbuttons it. Unbuckles his belt. He's really getting (X)  
into it. Then -- he LOOKS STRAIGHT AT THE CAMERA in (X)  
shock. (X)

REVERSE ANGLE. Clarisa's obese mother, MRS. CARLYN, stands  
at the door watching them. She's that same obese woman  
from the beach. She wears a sequined black dress and heavy  
make-up. She's completely spaced out, staring at Bill and  
Clarisa.

BILL

Oh, shit, Clarisa!

He starts fumbling with his open shirt, trying to button  
it and tuck it in.

Clarisa steps around Bill, her robe is completely open.  
She does not close it. She walks straight up to her  
mother, does not seem to care about her nudity. But she  
seems strangely upset at where her mother's been.

CLARISA

Home a little early tonight, don't  
you think so, Mother?!

BILL

Early? It's past two o'clock!

CLARISA

(continuing; to her  
Mother)

What's the matter with you?! Has  
that brain of yours finally gone  
completely numb?!

BILL

Clarisa?!

Clarisa closes her robe.

BILL

Uh...Mrs. Carlyn, I'm Bill  
Whitney.

(CONTINUED)

He stretches out his hand. But before he can take Mrs. Carlyn's, he notices that she drops a clump of blonde hair that she's been holding in her hands. Then suddenly, she looks as if she's going to throw up. She starts to heave and spits up a little clump of hair -- a hairball -- into her other hand.

BILL

What?

She keeps staring at newly produced hairball, then looks up at Clarisa, in awe. Bill looks at Mrs. Carlyn.

Bill is shocked.

CLARISA

Come on, Mother, out!

BILL

Clarisa, what are you doing?!

Clarisa pushes Mrs. Carlyn out of the room.

(X)

Clarisa is really upset for a minute, then gets it under control.

She turns to face Bill.

CLARISA

C'mon, Billy boy! Lighten up!  
Drink your tea before you drool.

His shirt is buttoned unevenly, comically. The back of his shirt hangs out of his pants. The belt misses some of the loops on his pants.

She looks at him and LAUGHS.

BILL

What's with her?

CLARISA

She does things I don't like.

BILL

I've never known anyone like you.

CLARISA

It's about time you did, honey  
bunny.

Bill tucks in his shirt awkwardly.

(CONTINUED)

BILL  
(to himself more than  
Clarisa)  
It's getting late.

CUT TO:

49 EXT. WHITNEY HOUSE - FRONT - MORNING

49

Bill's Jeep is parked askew -- almost sideways under the carport. Wild night.

Bill comes out, dressed in a dark suit and tie. He hasn't had much sleep. As he gets into his Jeep, he SEES something in the back seat.

50 INT. BILL'S JEEP - DAY

50

IN THE BACK SEAT. Lying across the back seat is a plastic inflatable woman -- a sex doll such as those purchased in novelty shops. No clothes -- just a crudely COLORED-IN CHARTREUSE BATHING SUIT.

Likewise unclothed KEN DOLL.

The Ken doll is stuffed into the mouth of the life-size plastic woman.

The woman is labeled with a felt marker: CLARISA. The Ken doll is labeled: BILL.

550A EXT. WHITNEY HOUSE - DAY

550A

Shauna pulls into drive, SCREECHES TO A HALT right behind Bill. She jumps out of her shiny CAMARO, strides in a huff right up to Bill.

Bill turns to look at her. He forgets the doll in his hand. The doll is out of Shauna's view.

BILL  
Shauna?

SHAUNA  
Are you happy now?!

BILL  
What do you mean?

SHAUNA  
What a bitch that Clarisa Carlyn is! You think you can do anything and get away with it!

(CONTINUED)

BILL

Shauna, wait. Give me a chance  
to explain!

SHAUNA

Was she a good fuck?! That's all  
you care about isn't it?!

Bill, very concerned, whips around. He's HOLDING THE SEX DOLL. Shauna SEES IT, and is irrevocably torn. Disgusted, repulsed.

SHAUNA

(seeing doll)  
Oh, Bill! How could you?!!

She starts sobbing, then throws her STEADY RING at Bill and bolts to the car, SCREECHES OUT.

BILL

Shauna!

He gives up on her, picks up ring, looks at doll, then toward house.

52 INT. WHITNEY HOUSE - OUTSIDE MASTER BEDROOM

52

Bill angrily carries the lifesize sex-doll up to the MASTER BEDROOM DOOR.

BILL

Mom? Dad?

There is a MUFFLED GURGLING SOUND emanating from within the room. At first like a person coughing, then more rhythmic. Reminiscent of the tape Blanchard made of the "party."

Bill sticks his ear to the door. RUSTLING CLOTH.

BILL

Mom? Dad?

The SOUND STOPS.

NAN (O.S.)

Just a minute!

No one comes to the door. QUICK SHUFFLING SOUND. RUSTLING CLOTH. Bill KNOCKS AGAIN.

After a couple of beats, Bill pushes the door open.

Bill barrels in, dragging the inflatable female doll with him. Nan stands aside. She wears a negligee which keeps falling open.

BILL  
What's this?!

JENNY  
Yeah, right there, Dad. That's better...God, Bill.

Jim stands behind Jenny, massaging her neck. He wears only his underwear. Jenny wears panties and tank-top. Upon closer look we see that Jim's pelvis area is actually flush against Jenny's back.

Bill eyes Jim massaging Jenny.

NAN  
Is that thing what I think it is?

JENNY  
(sees doll)  
That's a pretty gross thing to bring into Mom and Dad's bedroom.

BILL  
Look...Whatever it is you're trying to do, I don't appreciate it!

Bill starts to react to the sexual atmosphere. He backs out of the circle, drops the doll to the floor.

NAN  
Is this some kind of joke?

NAN LAUGHS.

BILL  
It's no joke!

JIM  
Calm down, Bill...

Jenny moves away from Jim.

JENNY  
Well, some of us have to get to school on time...

Jenny eyes Bill angrily.

Nan massages Bill's neck.

(CONTINUED)

NAN  
(to Bill)  
You look nice in a suit. Don't you think so, Jim?

JIM  
Oh, yes...he does.

Bill shakes off Nan.

BILL  
Get off it! Why are you doing this to me?!

JENNY  
Quit being so paranoid!

Jenny exits.

Bill looks at them.

BILL  
I'm not paranoid!

Jenny exits. Bill turns to face Nan, and is confronted by her revealing negligee. He backs away.

NAN  
Don't, Bill. Come here.

Bill backs further away.

Nan approaches Bill again. She strokes Bill's face, looks into his eyes, runs her fingers through his hair.

NAN  
Calm down, Bill. You'll make such a good contribution to Society. You'll do our family proud.

Bill suddenly snaps.

BILL  
You're disgusting, all of you!

JIM  
Bill, don't be disrespectful to your mother.

BILL  
My mother? God knows where my mother is!

Bill picks up the doll.

(CONTINUED)

JIM  
I won't tolerate this from you,  
young man!

Bill throws the doll at Jim.

BILL  
Fuck you, butthead!

NAN  
Bill, how dare you use that  
language with your father!

Bill turns to Nan.

BILL  
Would you prefer the word  
'copulation'?!

Jim grabs Bill.

BILL  
Don't touch me!

NAN  
Jim, do something!

Before Jim can do anything, Bill heads out of the room.  
Stops. Turns to his parents.

BILL  
You don't have to do anything  
anymore. I'm moving out!

Bill leaves the room.

NAN  
Bill! You can't do that yet!

CUT TO:

54 OMITTED

54

55 INT. FUNERAL HOME - VIEWING ROOM - DAY

55

Bill and Milo are somber as they inspect the open casket.

Bill's suit is soiled and disheveled from the fight. They  
stare at Blanchard's peaceful face, which has not one  
scratch on it. But the face looks unreal, like a doll.  
The MOLE, however, is prominent on the side of Blanchard's  
cheek.

(CONTINUED)

BILL  
(sotto)  
Blanchard...

He turns to Milo.

MILO  
(aside to Bill)  
He looks really weird. Not like  
himself at all.

BILL  
I think they always look that way.

Milo reaches in to touch the MOLE on the "plastic" face.  
It crumbles slightly. Bill grabs Milo.

BILL  
Milo!

Bill looks around. Milo pulls back.

MILO  
(very nervous)  
They must have had to do a lot  
of reconstructive stuff on him.

Milo looks around, nervous, and WALKS OUT OF FRAME.

Then Martin Petrie suddenly appears at Bill's side, grabs  
him. Petrie looks extremely frightened.

PETRIE  
Bill. It's imperative that I  
speak with you.  
(beat)  
It's about your parents...about...

Bill stops.

PETRIE  
(continuing as he nods  
at David Blanchard's  
casket)  
...him...About the things that  
have happened lately...Society.

Bill grabs Petrie.

BILL  
'Society'? What are you talking  
about?

(CONTINUED)

PETRIE

Not here. Meet me at Franklin  
Canyon -- at the gate at eight  
tonight...

BILL

Petrie!

Petrie EXITS quickly.

56 EXT. FRANKLIN CANYON PARKING AREA - NIGHT

56

Bill pulls up to the PARKING AREA near a ravine that leads down into the woods. He finishes what's left of some fast food. He still has the suit on, sans tie. He doesn't notice that a BMW has followed, parked just down the road.

57 INT. BMW - NIGHT

57

Milo, tailing Bill, lights off, pulls to a stop hidden in the shadows. He nervously scans the area.

58 EXT. FRANKLIN CANYON PARKING AREA - NIGHT

58

MILO'S P.O.V. Bill gets out of his Jeep, leaves HEADLIGHTS POINTING TOWARD RAVINE. He looks around nervously. After a couple of beats, he heads down the ravine.

Milo SEES A VAN pull out of the area near Bill's Jeep.

59 EXT. FRANKLIN CANYON RAVINE - NIGHT

59

Bill descends the ravine by the light of the JEEP HEADLIGHTS. Something in the ravine has caught his eye.

BILL

Petrie?!

BILL'S P.O.V. down toward the wooden area. A flash of something red. A MUFFLED YELL, a cry. CAR DOOR SLAMS. The faint RUSTLING OF BUSHES.

ANGLE ON BILL as he stops. Cautious. Moves toward the bushes. Through the trees. More RUSTLING. Bill turns toward the sound.

60 EXT. FRANKLIN CANYON - BOTTOM OF RAVINE - NIGHT

60

BILL'S P.O.V. A RED VOLVO. Apparently rolled over the edge of downward slope from the parking lot. Just hidden by a few bushes.

(CONTINUED)

Bill comes up to the Volvo and tentatively calls for Petrie. He tries the driver's door...it's locked, windows are up, too dark inside to see. Tries the backdoors -- the same. Tries passenger door -- it opens, lights go on inside the car, and there, crumpled up on the floor is Petrie, his head twisted back with a hideous grin. His throat is slit from ear to ear, wide open like a hungry mouth spewing blood.

Bill stumbles, nauseated, retching. He rises in a cramp, then HEARS THE SOUND of snickering LAUGHTER in the dark.

BILL  
(wildly)  
Who's there?!

A heavy RUSTLING in some bushes right next to him, then more RUSTLING FURTHER AWAY. Bill follows the sounds.

61 EXT. FRANKLIN CANYON - WOODS - NIGHT

61

Bill runs in the direction of the SOUNDS, through the thicket, around trees, over rocks. The SOUNDS stop.

Bill stops. He can't see anything. Just dark shapes of trees and bushes. All he can hear is his own labored breath. There must be someone near, but where? He steps carefully, quietly, through the woods and pauses. A twig SNAPS. A dark shape in front of him could be someone -- he nears it warily. He steps behind a tree to cover his approach, reaches out, puts his hand on a branch -- but it's not a branch -- it's an arm! Before he can move, a HAND grabs his face and pushes him into the thicket. His assailant runs off, disappearing into the dark. Bill rushes to his feet and follows, running blindly until...

62 EXT. CARLYN HOUSE - STREET - NIGHT

62

Finally exhausted, Bill falls out into a clearing -- it's a street, and ACROSS THE STREET -- a manicured lawn. Instant recognition: It's Clarisa's house!

Bill crosses street, as a VAN hurries down the street.

63 EXT. CARLYN HOUSE - FRONT DOOR - NIGHT

63

The front door is slightly ajar. The exterior lights are on.

Quickly to the front door -- then hesitation.

Bill decides to KNOCK. Peers through opening in the door. SEES only the blackness of the darkened foyer. He looks behind himself -- doesn't want any surprises. But just then door opens wide -- surprises him.

(CONTINUED)

It's Clarisa.

BILL

What are you doing here?

Clarisa, radiant in red silk and jeans.

CLARISA

I live here.

BILL

(out of breath)  
I saw Petrie with his neck cut.

CLARISA

Poor baby...I hope he didn't make  
a mess.

BILL

I'm not kidding!

Clarisa LAUGHS.

BILL

Something's going on, Clarisa.  
Something serious...know what I  
mean?

CLARISA

No, what do you mean, jellybean?

In spite of her attitude, Clarisa seems nervous.

Bill gives up on her.

BILL

(demanding)  
Where's the phone?

He pushes by her into the house.

CLARISA

(to blank space)  
You can even use our blender if  
you like.

Bill, with Clarisa, leads two COPS with flashlights down  
into the ravine. One of them is SERGEANT BURT, from  
Blanchard's accident.

Where the Volvo was, it isn't. Instead, an abandoned GRANADA. Bill runs to the Granada. Opens door. Lights come on -- it's empty.

INSIDE THE GRANADA. The floor of the front seat is littered with dirty rags -- many of them red.

Sergeant Burt walks up slowly behind him, and looks inside the car also.

The rest of the car is empty except for trash -- paper wrappers etc.

Sergeant Burt picks up a red rag.

SERGEANT BURT

I don't think we'll need the lab  
to tell us there's no blood.

Clarisa LAUGHS.

Bill backs away. Looks around.

BILL

This isn't the right car...

Sergeant Burt stares at Bill, getting impatient.

BILL

I mean it's not the same one!  
(looks around)  
They must have taken it.

SERGEANT BURT

They? What are you hopped up on?

Bill senses clearly the Cop's conclusions.

BILL

I'm telling you, someone killed  
Martin Petrie...

Sergeant Burt looks at Clarisa. She smiles.

CLARISA

Maybe it's the same people  
responsible for all those cattle  
mutilations you hear about.

BILL

Thanks a lot, Clarisa.

CLARISA

Well?... Martin was always  
something of a herd animal.

(CONTINUED)

Sergeant Burt looks to the other Cop. They approach Bill and Clarisa.

SERGEANT BURT  
Up against the car, kids.

Sergeant Burt turns Bill and pushes him into the car. Bill stands with his hands on the car roof.

Clarisa backs up to the car as the other Cop approaches.

BILL  
I'm telling you it was here...a  
red Volvo -- not a Granada -- with  
a very dead person in it...The  
voice I heard...

Sergeant Burt frisks Bill.

SERGEANT BURT  
Is it that boring being rich?

Clarisa folds her arms protectively on her chest, addresses the other Cop. Her face is drained of color.

CLARISA  
Are you going to frisk me too?

The Cop doesn't.

Sergeant Burt doesn't find anything on Bill. He turns Bill around.

SERGEANT BURT  
I guess you're just naturally  
fucked up, huh?

Sergeant Burt signals the other Cop, takes a parting shot at Bill.

SERGEANT BURT  
Next time I see you it'll be a  
lot less pleasant.

The Cops make their way back to the ravine.

Clarisa turns to Bill.

CLARISA  
What now?

Bill starts away from Clarisa, and the scene. Clarisa catches up to him.

(CONTINUED)

65 CONTINUED: (2)

65

CLARISA

You can come home with me...

Bill doesn't stop.

BILL

I'm not in the mood, Clarisa.

Clarisa takes Bill by the arm and stops him. He looks at her.

CLARISA

I can be a friend too.

66 EXT. FRANKLIN CANYON - AT BILL'S JEEP - NIGHT

66

CLOSE ON BILL'S EYES AS THEY CLOSE -- he falls asleep. PULL BACK. His head is in Clarisa's lap. Clarisa stares into the night, contemplatively, not at all like the jive chick we've come to love.

CUT TO:

67 INT. BEVERLY HILLS HIGH - AUDITORIUM - NEXT DAY

67

Milo, the moderator, CALLS ASSEMBLY OF STUDENTS TO ORDER. The auditorium is crowded. Students hold placards. Most advocate Bill.

Bill still has on the suit from the day before. He hasn't been home and looks disheveled. He stops by Jenny on his way up the stage steps.

JENNY

(subdued)

Bill...why didn't you come home last night? Mom and Dad are really upset...

BILL

Jenny...Is there anything you want to tell me?

JENNY

What do you want me to say?

BILL

I swear it'll just be between you and me. Just tell me the truth.

JENNY

About what?

BILL

You know what.

(CONTINUED)

67 CONTINUED:

67

JENNY  
Bill, I'm really worried about  
you...

Jenny looks down. Bill continues up the steps.

BILL  
Sure...

ON THE STAGE. Milo meets Bill on his way up the stage steps. Milo's a little agitated.

MILO  
Where's Petrie?

Bill looks at him, then continues on.

MILO  
Are you okay?

Bill arrives at the podium, waits for crowd to quiet down. Petrie's chair is empty. Bill's very serious, moves from side to side in a very agitated manner.

BILL  
It's strange that Martin Petrie  
isn't here. He's never late and  
he's won every attendance  
award...But he's not coming.

IN THE AUDIENCE. The students MURMUR.

Milo looks at Bill with concern.

Jenny and Ferguson sit together. Ferguson smirks at Bill, slides his arm around Jenny.

ON THE STAGE. Bill continues.

BILL  
David Blanchard's death was no  
accident.

Nervous LAUGHTER.

BILL  
Wait! Wait a minute! Please  
listen!

The CROWD QUIETS.

(CONTINUED)

67 CONTINUED: (2)

67

BILL

David Blanchard discovered a society that kills to keep its existence a secret. They killed Blanchard.

Milo reacts, tries to get Bill to stop with gestures, then tries to talk to him.

The CROWD is mixed -- but now deeply intrigued.

MILO

Bill, man, there's something I gotta tell you!

Bill looks at Milo, puts his hand over the mike.

BILL

I know what I'm doing Milo! I've got to say this.

MILO

No man! You're making a big --

Bill interrupts, looks back over the CROWD, which is becoming more and more unwieldy.

BILL

All right! Let me finish! That's not all! Martin Petrie tried to tell me about this society. But they got to him before I did.

IN THE AUDIENCE. Loud GASPS. Some CAT CALLS. AD-LIBS: "LET HIM SPEAK", "HE'S CRAZY", etc.

IN THE AUDIENCE. Jenny's expression is vacuous. Ferguson smiles.

MILO

(loud whisper)  
Bill, stop!

ON THE PLATFORM. Bill continuing.

BILL

(speaking louder)  
I saw him last night in Franklin Canyon last night, murdered.

The CROWD REACTS -- "What?"

BILL

Martin Petrie is dead!

(CONTINUED)

67 CONTINUED: (3)

67

AUDIENCE IS SILENT A BEAT, then: suddenly there is growing LAUGHTER. Bill is perplexed -- the laughter seems focused on something.

And suddenly, Martin Petrie arrives! It is the supreme joke; kids react with ebullient shouts, as the perplexed Petrie walks onto the platform.

Bill is pummeled with laughter. Surprised and stunned, he is crowned The Fool.

Bill walks up to Martin full of confusion.

PETRIE

Will somebody please tell me what in the hell is going on? My damn car broke down.

Bill walks down the platform steps, disoriented. Milo follows. Just beyond the steps, Ferguson HOWLS with laughter at the big joke.

FERGUSON

Nice speech, Whitney!

68 EXT. BEVERLY HIGH - IN PARKING LOT - DAY

68

Bill leans on his car. The look on his face is one of quiet but volatile rage -- hurt turned to subdued anger and confusion.

Milo comes up from behind, puts a hand on his shoulder.

BILL

Just leave me alone, Milo!

Bill starts to get in his car. Milo stops him.

MILO

I fucked you up, man, and I'm sorry. I didn't think you'd take it this far...

BILL

What to you mean?!

MILO

I mean, I was the one who put the shrunken head in your locker. And the sex doll in your Jeep -- but I didn't want you to flip out!

Bill grabs Milo's shirt.

(CONTINUED)

68 CONTINUED:

MILO

Wait! Just give me a chance to explain!

BILL

You and Petrie and Ferguson... Who else is doing this?! Who else, you asshole??!

Milo tries to wrench himself away. Bill can no longer contain himself. He slugs Milo. Milo falls.

Milo gets up slowly...

MILO

I'm trying to tell you, you crazy sonofabitch! But you've got all your own answers -- as usual!

Bill comes at Milo again. Milo manages to push him back against the Jeep.

MILO

I'm not in on anything!

(beat)

But I followed you to Franklin Canyon last night! I saw Petrie and Ferguson coming out of the woods. Petrie was wrapped in a blanket. Then this van showed up. Then an old Ford -- a Granada. The whole thing was weird.

Bill, his lip bleeding, stops fighting.

BILL

You saw them...

MILO

(beat)

I only followed you because of the way you were acting.

BILL

You saw them at the park last night?

MILO

Right.

(CONTINUED)

68 CONTINUED: (2)

68

BILL

Right...It's not me...I'm not  
crazy.

(beat)

But why the dolls and stuff?

MILO

I don't know. You just got me...  
angry. I'm your best friend...  
when it suits you!

(beat)

I was wrong! I admit it! But  
there's some things you need to  
learn about how to treat other  
people.

Bill eases, thinks about it. Looks down, then up at Milo.

BILL

Yeah...I guess I can go off the  
deep end sometimes... I'm sorry.

Milo shifts a little.

MILO

It's all right, man.

Bill straightens up, exhales.

BILL

I don't know what kind of trouble  
this is.

Milo puts his hand on Bill's shoulder.

MILO

I'm with you.

69 INT. CLARISA'S ROOM - DUSK

69

Clarisa lies on the bed -- the seductress. Bill stands  
across from her, refusing to engage in anything remotely  
sexual. He's pretty worked up.

BILL

You lied!

CLARISA

I'd like you to lie down with me.

Bill bends down to her.

BILL

You helped Ferguson set me up!

(CONTINUED)

69 CONTINUED:

69

CLARISA

Okay, I confess. First it was  
JFK...then Martin Luther King.  
Now we're out to get you!

Bill grabs Clarisa, pulls her to her feet, holds her, looks  
as if he might hit her.

CLARISA

(excitedly)  
Why, Billy? Are you going to  
torture me?

BILL

Knock it off! You were supposed  
to come between Shauna and me,  
right?!

CLARISA

Clever and mean, aren't we  
jellybean?

He shakes her.

BILL

The whole thing's been planned  
from the beginning!

(beat)  
I'm not CRAZY!

CLARISA

But I'm crazy about you.

Clarisa sees this is going nowhere. She changes her tune.  
She embraces Bill. He just stares over her shoulder, arms  
at his sides.

CLARISA

Why would I do anything to hurt  
you?

She kisses his neck. He gives in a little, needs the  
stroking.

CLARISA

Remember last night? I wouldn't  
lie to you.

Bill calms down. Nothing adds up.

BILL

You and Ferguson...

Clarisa doesn't look him in the eye.

(CONTINUED)

69 CONTINUED: (2)

69

CLARISA

Ted Ferguson doesn't like to lose.  
(beat)  
Who knows what he's up to...

Bill starts wearing down, tiring. He sits on the side of the bed. Clarisa goes down with him.

BILL

But what about Blanchard's tape...  
Ferguson and Jenny...Mom and  
Dad...

CLARISA

(soothingly)  
Relax, baby...

BILL

Why are they doing this to me?  
(beat)  
Unless...Blanchard couldn't have faked that tape, could he? Just because Jenny dropped him...

CLARISA

(looking away)  
Maybe he did.

BILL

No...I don't know...  
(beat)  
Petrie said...

Bill stops -- remembers Petrie set him up.

BILL

Oh, Jesus -- Petrie...

CLARISA

Martin Petrie's not exactly your friend, you know.

Bill has worn down to pure confusion, looks to her for mollification.

BILL

I can't go home...my parents...

Clarisa looks over Bill's shoulder.

CLARISA

But Billy, there's nothing to be afraid of...There really isn't.

(CONTINUED)

69 CONTINUED: (3)

69

Bill looks at her. He places his hand on his forehead, closes his eyes.

BILL  
I'm so tired...

CLARISA  
Why don't you go home and get some rest?

Bill looks at her, rises heavily, walks slowly out of the room.

70 INT. CARLYN HOUSE - UPSTAIRS HALL - DUSK

70

Bill enters the dark hall from the bedroom, subdued, quiet, calmed down. From out of nowhere, Mrs. Carlyn grabs him by the hair!

BILL  
O-o-ow-w! !

Mrs. Carlyn, in the most deliberate act we've seen her take, produces something that looks like a rug cutter and lops off a lock of Bill's hair.

Bill is thereby freed. He stumbles away. Turns and looks at Mrs. Carlyn.

She strokes the purloined hair, then looks up at Bill, in awe.

Bill, shook up, exits.

CUT TO:

71 EXT. WHITNEY HOUSE - FRONT - NIGHT

71

Bill pulls into the driveway. Gets out of the Jeep, then wearily makes his way to the entrance. His suit is more rumpled than ever. He looks back at Milo in his BMW, who gives him the thumbs up sign.

Milo starts to leave, then notices something around the side of the house -- an AMBULANCE. Milo cuts off his engine. Waits.

72 INT. WHITNEY HOUSE - LIVING ROOM - NIGHT

72

Bill enters slowly, looks up.

Seated, silently waiting -- Jim, Nan, Jenny, Dr. Cleveland, and Judge Carter.

All of the sudden, the wheels start turning again...

(CONTINUED)

72 CONTINUED:

72

BILL

(wild)

Why doesn't it surprise me that  
you're all here, like this?!

Jim stands, smiles.

NAN

Oh, thank God you're home! You  
nearly spoiled everything!

JIM

Bill...these are your friends.  
We've been worried sick about you.

BILL

(sensing danger)

I'd love to stay and shoot the  
shit, but I've got a big day  
tomorrow. Think I'll go to bed.

Jim interjects.

JIM

Wait, Bill. We want to talk to  
you.

Bill backs up.

BILL

I don't think so.

Behind Bill, two BIG PARAMEDICS grab him.

BILL

What are you doing?! Let me go!

Bill swings wildly.

Dr. Cleveland takes out a hypodermic.

BILL

No! Leave me alone! Don't!

DR. CLEVELAND

You know I don't like to give you  
drugs, Bill.

Dr. Cleveland is doing what's best.

CLOSE ON BILL. The drug takes effect quickly.

(CONTINUED)

72 CONTINUED: (2)

72

BILL

Let me go! Stop! You can't do  
this to me! I've got rights!  
I'm almost eighteen!

His VOICE ECHOES in his ears, sounds goofy, funny. Like  
an old radio show -- there is an AUDIENCE LAUGHING.

BILL'S P.O.V. of Jim. Jim's VOICE also ECHOES.

JIM

(relieved)  
Thanks, Cleve.

BACK TO SCENE. Bill's eyes go half-mast.

BILL'S P.O.V. of NAN. Nan sounds like Gracie Allen.

NAN

Come on! We've got to hurry to  
be ready on time.

FADE OUT.

73 EXT. WHITNEY HOUSE - FRONT - NIGHT

73

MILO'S P.O.V. They wheel Bill on a stretcher into the  
ambulance.

74 EXT. HOSPITAL - NIGHT

74

The ambulance pulls in. Goes through the EMERGENCY  
entrance. Milo drives up to the curb. Jumps out. Runs  
toward the building.

75 INT. HOSPITAL - EMERGENCY ROOM - NIGHT

75

Milo runs up to the DUTY NURSE sitting at her desk. ACROSS  
THE HALL from her is a GURNEY with a BODY on it covered  
by a sheet. We recognize by the exposed hair that it is  
Bill, unconscious.

MILLO

Bill...uh...William Whitney. What  
room's he in?

The Nurse looks through her admissions list.

NURSE

(while searching)  
I don't see anything on a  
Whitney...

(CONTINUED)

MILO  
But, I know he's here. He was just brought in.

DUTY NURSE  
(finding his name)  
Just a minute...

The Duty Nurse gets up, moves away from the desk to another room.

Milo walks over to the body on the gurney. He's just about to raise the sheet off the face, when she returns and startles him...

NURSE  
(loudly)  
William Whitney?

Milo turns to her anxiously.

MILO  
Yeah.

NURSE  
You a relative?

MILO  
(straight-faced)  
Yes.

NURSE  
You'll have to check the morgue.

An ATTENDANT comes to the Gurney and wheels it TOWARD CAMERA. The WHEELS of the gurney SQUEAK. CAMERA TRUCKS BACK WITH GURNEY as Milo and Nurse recede into the b.g.

MILO  
(totally freaked out)  
The Morgue?! He isn't dead! He just got here!

DUTY NURSE  
I'm sorry.

MILO  
No! You're not sorry! There's been a mistake!

NURSE  
Please. We don't want to call security.

(CONTINUED)

75 CONTINUED: (2)

75

MILO

But...but...He can't be!

The gurney turns the corner, PAST CAMERA, Milo's protestations fading into the distance.

76 EXT. HOSPITAL - NIGHT

76

Milo comes out of the hospital, SEES something at the curb.

He walks to Bill's JEEP. Milo shakes his head. How did it get here?

77 INT. HOSPITAL ROOM - SHORT TIME LATER

77

Bill eyes flutter in R.E.M. sleep.

The same SQUEAKING SOUND of a gurney rolling down the hall is apparent.

Suddenly we hear familiar voices -- the voices of the film -- echoey, distorted voices of Bill's continuing nightmare.

BILL (V.O.)

Blanchard...que pasa.

BLANCHARD (V.O.)

I've got something you've gotta hear.

DR. CLEVELAND (V.O.)

You know I don't like to give you drugs, Bill...

JENNY (V.O.)

He just wasn't the right sort for me.

JIM (V.O.)

You know the schedule...first we dine, then copulation, with someone your own age at first...

NAN (V.O.)

You'll make such a good contribution to Society. You'll do our family proud.

BLANCHARD (V.O.)

You've lived with these people all your life and you don't know about this?!

(CONTINUED)

The SQUEAKING WHEELS of the GURNEY become much louder, as if it's being wheeled by outside Bill's door. Suddenly, a loud SCREAM -- it's David Blanchard's voice! Much clearer than the previous voices, not at all distorted.

BLANCHARD (O.S.)

You can't do this to me! I've got rights! I'm almost eighteen!

The SOUNDS (in Bill's head, and outside) force him to jar his eyes open.

BILL

Blanchard...

He's sweating, as in prologue. He looks around. He's alone in the dark room, wears a hospital gown.

BILL'S P.O.V. The room looks distorted due to the drug.

BACK TO SCENE. Bill shakes his head, lifts himself from his pillow. Notices his straps have been removed. He gets out of the bed a little unsteadily, as if drunk.

And there, in front of him, are his clothes, right down to his shoes!

He checks the door. It's not locked. It opens revealing the hospital corridor. Bill LAUGHS suddenly.

BILL

Another invitation...I see...I

catch on real fast...

(louder)

...DON'T I!

Bill wobbles out. He keeps rubbing his eyes, nearly staggering. BILL'S P.O.V. is slightly out of focus. Milo jumps out of his car.

Bill SEES his JEEP parked at the curb.

BILL

(druggy)

That's right! Roll out the red carpet! Bill Whitney never disappoints!

Milo arrives at Bill's side. He is amazed to see Bill walking around -- which he is, after a fashion.

MILO

They said you were dead!

(CONTINUED)

BILL

Things are just what they seem  
-- only more so!

MILO

But what happened?! What'd they  
do to you?!

BILL

I did it, Milo! I won! I'm free!  
I'm just too much for them to  
handle...Things are definitely  
looking up!

MILO

Bullshit! It's a set up! Believe  
me.

BILL

You're wrong.

MILO

Bill, you're officially dead, man!  
(points to Jeep)  
Look, they even brought your Jeep  
here!

Bill LAUGHS -- a weird laugh. Milo's disturbed by it,  
grabs Bill's arm.

BILL

They just want me to be happy!

MILO

Bill, come on, man. Don't you  
see?! They're setting you up for  
something.

Bill pulls his arm away from Milo. Shakes his head, rubs  
his eyes.

BILL

Paranoid? Who's paranoid? All  
my fears are real!

Bill jumps up and down, apparently elated, goes straight  
to the JEEP. Then turns to Milo.

BILL

Let's go!

Bill gets in, STARTS ENGINE.

MILO

Shit!

(CONTINUED)

78 CONTINUED: (2)

78

Milo heads for his BMW.

79 INT. BILL'S JEEP

79

Bill driving almost out-of-control on Sunset Blvd. He's playing the RADIO.

DISK JOCKEY (V.O.)

...For Bill from his friends in Beverly Hills. THEY WANT HIM TO COME ON HOME AND PARTY HEARTY! And they're sending him home with FRANKIE GOES TO HOLLYWOOD'S "RELAX."

The MUSIC STARTS UP. Bill fights to keep control of the wheel -- and himself.

BILL

They're everywhere!...What if they're everywhere!?...

(beat)

...C'mon, Bill...Just keep cool...

Bill looks in the rearview. Loyal Milo right behind.

80 EXT. SUNSET BLVD. - NIGHT

80

The JEEP approaches the multi-directional stop sign near the Beverly Hills Hotel. It barrels through, cars swerving, nearly colliding.

The Jeep approaches another intersection. Pedestrians scatter -- except for one Woman, who is dressed to the nines, apparently ready for a party. She stands on the curb and stares at the JEEP as it careens by. She smiles strangely.

81 INT. JEEP

81

Bill's eyes widen.

82 EXT. SUNSET BLVD.

82

A formally dressed MAN stands at the entrance of his driveway. He stares at the JEEP as it zooms by. Same weird smile.

TIRES SQUEAL.

83 INT. JEEP

83

Bill's attitude of triumph fades.

Bill tries to calm himself.

84 EXT. CARLYN HOUSE - STREET - NIGHT

84

Milo pulls up to the curb, and Bill backs up next to him. They cut their lights.

Bill leans out the window. Milo jumps out of his car and runs over to Bill. Milo looks like he's been through the wringer.

BILL  
Be right back.

MILO  
Look, I've got a place we can go till we can figure this thing out. A friend of mine's got a beach house. We could go there.

BILL  
Too late, Milo! Much too late now!

Bill SCREECHES the Jeep up to the house.

He leaps out, jogs to the door. Milo runs after him, then stops when the DOOR OPENS and Bill charges in.

85 OMITTED

85

86 OMITTED

86

87 OMITTED

87

88 INT. CARLYN HOUSE - LIVING ROOM - NIGHT

88

Bill follows Clarisa into the living room. Bill's eyes dart every which way. Clarisa is dressed in pants -- practical rather than ultra-sexy.

(X)  
(X)  
(X)

BILL  
Where's the party, jellybean?!

Clarisa backs away from him.

BILL  
Where's your mother?! Is she in on this too?!!

Bill approaches her steadily.

(CONTINUED)

CLARISA

(warily tries attitude)  
Why don't you come upstairs...I  
want to be a bad little girl for  
you...

(CONTINUED)

Bill grabs her throat, choking her. She GAGS. Bill pushes her against counter, a GLASS BOWL FALLS, SMASHES on the floor...

She drops the facade completely.

CLARISA

Things aren't like you think they are, Billy.

Clarisa takes his arm, then tenderly reaches for his face.

Bill softens -- like a manic depressive or a psychotic, he swings emotionally to the other side. He needs the stroking.

CLARISA

Maybe you should stay here awhile...

It's not enough, the madness remains. He shakes her loose.

BILL

Quit it! It doesn't work anymore!

Bill turns to leave.

CLARISA

Don't go home, Bill...please...

BILL

Don't go home?!

(beat)

Hey, they want me home! It's time to party hearty!

Bill rages out of the kitchen.

As Bill approaches the JEEP, Milo catches up from behind.

MILO

Where are you going? What's the plan?!

Bill gets into the Jeep unsteadily, then cocks his head toward Milo.

BILL

Plan?? Are you kidding?!

Bill starts the Jeep, peels out. Milo watches after the Jeep incredulously, turns and walks back to his BMW.

90 INT. MILO'S BMW - NIGHT

90

Milo enters, adjusts the rear view. Releases the emergency brake.

Mrs. Carolyn rises slowly from the back seat. She grabs his hair and pulls hard.

MILO

Ow-w-ch...

Milo yanks his head free, turns to face her.

MILO

Shit!

(recognizes her)

Mrs. Carolyn! Don't do that!

Mrs. Carolyn points at Milo. Her mouth forms an "O". He's in too much of a hurry to deal with her.

MILO

Okay, I guess we're going on a little ride. Just sit there, okay?

She reaches to touch his hair. Milo pushes her hand back towards her. Starts the car.

MILO

(sotto)

Jeezus, Whitney...

91 EXT. WHITNEY HOUSE - FRONT - NIGHT

91

Bill arrives at the house, pulls into the drive. Gets out. There are a couple of upscale cars in the drive. But the house is dark. He gets out, checks out the cars, then heads for the front door.

92 INT. WHITNEY HOUSE - FOYER - NIGHT

92

BILL enters the darkness, SHUTS THE DOOR behind him.

He CLICKS on the foyer light switch.

No light, but vague NOISES.

ANGLE ON BILL, who makes his way through the rooms of the house, which are only a compilation of shadows.

Occasionally, there seems to be movement in those shadows. Indistinct.

Suddenly, there's a NOISE FROM UPSTAIRS, as if someone had bumped into something. Bill heads quickly for the...

93 INT. WHITNEY KITCHEN - NIGHT

93

Bill CLICKS on a couple of the kitchen light switches. Nothing happens. Only darkness.

He makes his way to a cupboard, opens it and takes a glass tumbler.

At the sink he runs the cold water a few seconds, then draws a glass and drinks thirstily.

Suddenly a loud SPLASHING sound.

Bill sets the tumbler on the counter and walks to the rear of the kitchen.

He looks out a window.

94 EXT. WHITNEY HOUSE - BACK YARD - NIGHT

94

BILL'S P.O.V. A BIG STRIPED BEACH BALL floats on the disturbed surface of the swimming pool.

Bill steps slowly, carefully around the pool.

AT THE POOL HOUSE. The pool house, situated on the far side of the pool, is dark.

But as Bill approaches, the POOL HOUSE LIGHTS FLASH ON for a moment.

Moving shapes, images of people -- many people -- are visible during the instant of illumination.

The lights go out again.

Full of trepidation, Bill bolts back toward the house.

95 INT. WHITNEY HOUSE - KITCHEN - NIGHT

95

Shadows. Bill forages through kitchen drawers. Finally, in the top drawer next to the stove, Bill pulls out a large butcher knife. He feels the blade, cuts himself -- blood stains the cool steel.

96 INT. WHITNEY HOUSE - STAIRCASE TO SECOND FLOOR - NIGHT

96

Climbing the dark staircase, wary and cautious, holding the butcher knife upright.

97 INT. WHITNEY HOUSE - UPSTAIRS HALLWAY - NIGHT

97

Bill approaches a closed door slowly and quietly, the knife preceding him.

He stands before the door a beat, then presses the side of his head on the door's surface, listening. No sound.

(CONTINUED)

BILL

Mom...Dad...Could I have a chat  
with you?

Before they can answer, someone grabs hold of his arms.

Then -- ALL THE LIGHTS ALL COME ON! He's being held by  
a couple of formally dressed MEN.

Quickly, a NOOSE CONNECTED TO A POLE is slipped over his head, tightened around his neck. He gags, tries to pull it off, but he's helpless -- an animal who has just been caught, whose fang cannot touch his captor. A large man in police dress uniform leads him by a stick. It is SERGEANT BURT.

Bill drops the knife and looks all around. He's choking. The foyer is filled with PEOPLE, dressed elegantly, in tuxedoes and evening gowns. A gala event.

DR. CLEVELAND steps up to Jim and Nan, patting their backs warmly.

Beyond them Bill SEES MARTIN PETRIE, and up the staircase, JENNY. Above them TED FERGUSON, smiling proprietarily.

DR. CLEVELAND begins clapping his hands. The others follow his lead. APPLAUSE fills the house, most of it o.s.

Bill's head begins to swim. The APPLAUSE is deafening. The drug, the adrenaline. The faces around him look macabre, distorted, evil. Floundering in a surreal nightmare, he has to struggle to keep a grip on reality.

DR. CLEVELAND

Wonderful! Everyone was just  
wonderful!

As the APPLAUSE continues, Dr. Cleveland motions for Bill to be brought into the LIVING ROOM, and leads the way. Bill, nearly catatonic, is pushed ahead of the maddening crowd.

It's filled with PEOPLE, at least three dozen counting those in the hallway and dining room entrances. They make way for Bill who is pushed by Sergeant Burt to the floor like a frightened fox at the end of the hunt, just before the kill.

The APPLAUSE SLOWLY FADES.

(CONTINUED)

101

CONTINUED:

101

Bill looks up at the distorted scene. Sitting regally in Jim's big chair is JUDGE CARTER. He is surrounded by GUESTS, most of them older, but some select ones his age, including several of Ted Ferguson's FRIENDS.

There is the WOMAN who stood on Sunset and grinned at Bill, likewise the same MAN.

Jim and Nan are congratulated by nearly everyone. They beam with pride.

Judge Carter, all smiles, smoking a big cigar, rises from his chair and approaches Dr. Cleveland, Jim and Nan, as the Crowd quiets. He takes their hands approvingly.

JUDGE CARTER

Well done, well done! Effective,  
efficient, and entertaining, to  
say the very least.

He sniffs deeply with satisfaction.

JUDGE CARTER

(to Jim and Nan)  
I do love the smell of the hunt!  
(beat)  
And the taste of the shunt!

Bill struggles and chokes, driven lower on the floor. The scene around him is twisted, and twisting his mind.

BILL

What's going on?!!...

Cleveland nears him, brimming with mirth, hardly able to control the urge to laugh.

DR. CLEVELAND

Bill...It's this way...There's  
no business like show business!

The doctor breaks into hysterical LAUGHTER. All the others in the room LAUGH like mad.

Bill finally breaks down. He's on his knees -- disoriented -- as he begins to break down.

BILL

Who are you?

NAN pauses in her merriment, looks down at Bill dispassionately.

(CONTINUED)

101 CONTINUED: (2)

101

NAN

(sarcastic)

Well, I'm not your mother. And  
don't be so pathetic. Try at  
least to be a credit to our  
family.

Bill looks at Jim.

JIM

(irritated and  
impatient)

Jesus, Bill...You're not one of  
us!

Bill looks all about.

BILL

WHO ARE YOU??!

Dr. Cleveland BENDS DOWN towards him. He exudes a definite "bedside manner" -- just like in the office.

DR. CLEVELAND

You almost understand, don't you,  
Bill. We are a different race  
from you...a different species...a  
different class! You're not like  
us...You have to be born into  
Society.

BILL

(deliriously)

Alien scum...

DR. CLEVELAND

(amused)

No, no. We're not from outer  
space or anything like that.  
We've been here as long as you  
have. It's a matter of good  
breeding, really.

Bill picks up the beat. He's hanging on by a thread, the world crashing about him, he yells at the gathering and beyond.

BILL

A L I E N S C U M ! ! !

102 EXT. WHITNEY HOUSE - FRONT - NIGHT

102

Milo is parked on the driveway.

(CONTINUED)

102 CONTINUED:

102

MILLO'S P.O.V. He watches a LIMOUSINE pull up to the front of the house and deposit GUESTS A VALET stands by to park cars.

The HOUSE is lit up, inside and out -- it's a real "event."

A CORVETTE pulls up, a Valet lets Clarisa out. She's still wearing pants.

Clarisa goes into the house, just as an AMBULANCE pulls up. An ATTENDANT gets out with a NOOSE-POLE stuck up against the throat of a FIGURE dressed in an open-backed hospital gown. We only see him from the back as the Attendant leads him around to the rear of the house.

103 INT. WHITNEY LIVING ROOM - NIGHT

103

BILL is pinned to the CARPET in the middle of the room by the Cop holding the NOOSE-POLE. He is no longer the amusement that he once was. The GUESTS leave a space around him, but have taken to SPEAKING amongst themselves while DRINKING and EATING SLUGS off the TRAYS of the BLACK AND CHICANO SERVANTS.

CLARISA APPEARS IN THE MIDST OF THE GUESTS. She sees Bill pinned to the floor. Bill looks up at her. Their eyes meet, but before Bill can say anything, TED FERGUSON WALKS UP, TAKES HER BY THE ARM, in forced intimacy.

FERGUSON

(obnoxiously)

Why, Clarisa! Where on earth have you been? You're late. Come!

He pulls her off into the CROWD past NAN. She's talking to DR. CLEVELAND, whose ARM is draped around a blushing JENNY. They pay no notice to Bill.

NAN

Jenny's going to Radcliff. She'll tour Europe first, of course.

Dr. Cleveland looks down at Jenny, squeezing her gently -- a kindly uncle.

DR. CLEVELAND

You're lucky, Nany. Jenny's such a beauty. And possesses natural poise.

His hand drops down to Jenny's breast. He fondles it and continues to smile.

Nan smiles at the obedient Jenny. Then she reaches out, touches Jenny's cheek and neck, tenderly, sensually.

(CONTINUED)

103 CONTINUED:

NAN

Jim and I both derive a great deal  
of pleasure from her...Don't we,  
dear?

The CROWD opens behind them as the Figure is led in by the  
ATTENDANT holding the NOOSE-POLE.

CLOSE-UP OF MANY HANDS of formally attired guests touching  
and feeling the Figure as he ENTERS.

They pass Jim and Judge Carter sitting on the COFFEE TABLE  
CHATTING with TED FERGUSON who is lounging on the Italian  
SOFA with his hand on CLARISA'S THIGH. MARTIN PETRIE, with  
a self-satisfied smile, stands next to them like the nerd  
he really is.

JUDGE CARTER

(like the patriarch he  
is)

You've done very well, Jim.

JIM

I'm pleased that I was able to  
contribute. Anything for Society.

Judge Carter pats Ferguson's knee, ignoring Clarisa who  
is looking visibly stressed.

JUDGE CARTER

You too, young fellow. You have  
a bright future ahead of you.  
We may have an internship for you  
in Washington this summer.

Jim glances toward the Figure, then over at Bill, who is  
staring straight at them, much to Clarisa's discomfort.  
She too looks away from Bill toward the Figure.

Ferguson and Clarisa head over toward Bill. The Guests  
begin moving back away from the Figure. The Attendant  
turns him around, TOWARD CAMERA. IT IS DAVID BLANCHARD!!  
Still alive and kicking, but, apparently not for long.

BILL

Blanchard?...

Blanchard looks at Bill, hopeless, desperately panicked.  
His personal hell of the last few days has sapped his soul  
of humanity. He is an animal, terrified before the  
slaughter.

Judge Carter raises his hands for quiet and addresses the  
party.

(CONTINUED)

103 CONTINUED: (2)

103

The LIGHTS DIM.

JUDGE CARTER

Courtesy of Jim and Nan Whitney,  
we have a double-header tonight!

Excitement ripples through the crowd.

JUDGE CARTER

After the first Shunting, we'll  
have the special treat we've been  
hearing so much about, a wonderful  
specimen in his prime, that Jim  
and Nan nurtured in their very  
own home!

Looking through the Guests, Bill SEES Jim, Nan, Jenny, and Dr. Cleveland, stripping down to their underwear, along with OTHERS.

Guests approach Bill and touch him with anticipation.

Bill attempts to scream, but the Noose is pulled tighter. Choking, he looks up to see that Ferguson is holding the pole, smiling. Clarisa is at his side, unable to look Bill in the eye.

FERGUSON

Keep an eye on Blanchard, Billy  
boy, 'cause you're next!

104 INT. WHITNEY HOUSE - CENTER OF LIVING ROOM - NIGHT

104

A surreal nightmare is taking place. Bill is witness to what will soon be his terrible fate. Many NEARLY NAKED GUESTS, including Jim, Nan, and Jenny, and Dr. Cleveland are holding Blanchard down on the sofa, while MOANING, just like the tape. Then, fantastically, in the CENTER OF THEIR BACKS, between the shoulder blades, a DEPRESSION IN THE SKIN is gradually apparent.

Their SKIN exudes a THICK FLUID, that SLIMES their HAIR down, covers the SCREAMING and KICKING Blanchard. It looks like an exaggerated, bizarre Crisco party.

They pull Blanchard's hospital shirt down to his elbows.

Their faces are DISTORTED CARICATURES of alien hunger, and their LIPS EXTRUDE TUBULARLY to SUCK on VARIOUS PARTS OF BLANCHARD'S BODY, beginning with his HAIRIER parts. Hair seems to really get them off.

(CONTINUED)

104 CONTINUED:

With the sucking comes a MELDING OF SKIN, theirs to Blanchard's, as well as one to another's, as they TOUCH each other. The BOUNDARIES BETWEEN BODIES BREAKS DOWN, as does the integrity of the limbs. They are becoming an UNDULATING MASS OF CONNECTED LIMBS covered in slime. Blanchard is being sucked into oblivion.

105 INT. OTHER END OF ROOM

Bill is undergoing sensory overload.

Ferguson tightens the noose sharply, Bill turns red, choking. Clarisa pulls the pole away from Ferguson.

CLARISA

Stop it!

Ferguson jams the pole into Clarisa, who holds it.

FERGUSON

You're not getting a taste for these pathetic animals, are you?

Ferguson squeezes her cheek until it hurts.

Clarisa spits in his face.

FERGUSON

(sarcastically)

Don't worry, you'll get your share.

(looks down at Bill)

We'll all get our share!

BILL

...What the fuck's going on...

FERGUSON bends down to Bill.

FERGUSON

Didn't you know, Billy boy...that the rich have always sucked off low-class shits like you?!

Ferguson deliberately EXTENDS HIS TONGUE farther than it possibly should be able to go, and LICKS BILL'S CHEEK. Before Bill can grab him, Ferguson PULLS AWAY from Bill and turns toward the SHUNTING.

106 INT. BACK TO CENTER OF ROOM

106

Blanchard is SCREAMING as his SKIN is transformed into silly-putty by the feeding frenzy. He looks up and through DISTORTING EYES, SEES JUDGE CARTER approaching him. Carter is now wearing undershorts and black midcalf stockings.

(CONTINUED)

106 CONTINUED:

106

He looks like a lewd goat, continually pushing his TONGUE through his lips. He licks Blanchard's hair. Pieces of it come right off into his mouth, leaving little bald spots on Blanchard's head. Carter bends down, close to Blanchard's face. His slimy right hand reaches down, OUT OF FRAME.

JUDGE CARTER

Now we'll get to the bottom of this...

Blanchard's protestations cease, as his body is penetrated, and he gives a terrific GRUNT. His NECK EXPANDS, his skin softens as his eyes glaze over. Carter's HAND COMES OUT OF BLANCHARD'S MOUTH and STRETCHES BLANCHARD'S FACE AWAY FROM HIS HEAD.

107 INT. OTHER SIDE OF ROOM

107

Bill can no longer watch, but all the Guests around him are fascinated. Except for Clarisa, who quietly LOOSENS THE NOOSE. Bill looks at her uncomprehendingly.

CLARISA

I love you.

Bill SLIPS THE NOOSE OFF, looks at Clarisa for a beat, then runs wild-eyed OUT OF ROOM to the FOYER.

108 INT. WHITNEY FOYER - NIGHT

108

Guests step out of Bill's way as though they don't want to touch him now that he is loose. But they don't want him to get out the front door either, so they block the way. Bill succeeds in partially OPENING the door, but is pulled back struggling. He breaks free and RUNS UP THE STAIRS. No one follows him.

109 EXT. WHITNEY HOUSE - FRONT FROM INT. MILO'S CAR

109

Milo watches the struggle at the front door from the front seat of his car and is spurred into action.

He takes a deep breath, puts on his most bored party crashing attitude. But MRS. CARLYN MAKES A GRAB FOR HIS HAIR AGAIN. Milo catches her hand and leads her out of the car.

MILO

C'mon, Mrs. Carlyn. You're my date.

110 EXT. WHITNEY HOUSE - SIDE YARD - NIGHT

110

Scared to death, but masking it with his casual con artistry, Milo escorts Mrs. Carlyn across the driveway and up to the side of the house.

Only one thing stands in his way to the back yard -- SERGEANT BURT.

SERGEANT BURT  
This is a private party, pal, and private property -- Members only.

MILO  
(disdainfully rude)  
We're invited, aren't we, Mother?

Milo puts his face up to Sergeant Burt's face.

MILO  
Have you been drinking?

Milo grabs the Sergeant Burt's lapels.

SERGEANT BURT  
What do you think you're...

Milo PUSHES Sergeant Burt head-first into Mrs. Carlyn.

MILO  
Hair! Hair, Mrs. Carlyn!

Mrs. Carlyn grabs hold of Sergeant Burt's hair, pulling it brutally -- his glasses and hat fall to the ground. Milo pulls Sergeant Burt's jacket off as Burt struggles with Mrs. Carlyn. He then picks up Sergeant Burt's hat and glasses, grabs his gun, and splits.

(X)  
(X)

111 INT. WHITNEY HOUSE - UPSTAIRS HALL - NIGHT

111

Wired and freaked out, Bill is LOOKING DOWN through the rail at the party below. The LIGHTS ARE OUT up here, and nobody has come up after him -- yet. The now horribly familiar SOUNDS OF SHUNTING are heard from below.

A SCRAPING NOISE to Bill's left. Bill looks. It is Dr. Cleveland coming towards him. Stocking footed, suspenders hanging down, and bow tie hanging untied around his neck on his wet undershirt, Cleveland grins debauchedly. It's a TWISTED, PLASTIC GRIN on a DISTORTED HEAD. He reaches a hand out toward Bill. His hand and fingers suggest some kind of evil face, like a shrunken head. His other hand holds the NOOSE-POLE.

DR. CLEVELAND  
C'mon, Bill...you can trust me...

Bill scampers away, to the DOOR OF THE MASTER BEDROOM. He OPENS IT and ENTERS.

CLOSING THE DOOR behind him, Bill LOCKS IT and sinks to the floor against it. He hears SOFT LIQUID SOUNDS.

He LOOKS into the room as his eyes get accustomed to the dark.

There is something on the bed. Nan looks out from the tangled sheets. Also, a man's arm sticks out.

Nan appears deformed also, her features exaggerated. She rises up and rests her chin on the man's arm. Bill can see that her breasts are barely covered by a scrap of the negligee that she had on the last time he was in the bedroom, but now she has LITTLE FLAPS for arms. Her body is distorted. She looks at him seductively, hungrily.

NAN

Why, Billy...how sweet of you to come here...to me...

ANOTHER MAN'S ARM RISES from the covers and grips the side of the bed. The original one reaches under the covers and grips the side of the bed also. They pull, and Nan is pulled to the side of the bed too! Both arms hang over the side of the bed and drop to the floor as Nan stands up, the covers sliding off revealing Nan's torso connected to the TWO MALE ARMS. They are joined to her in place of legs.

She walks over to Bill like a plucked chicken.

NAN

You look so handsome when you're scared.

Bill backs up around the bed.

Nan approaches Bill and bends backwards, widening her legs/arms. From between her two limbs rises Jenny's face, smiling in mockery.

JENNY

If you have any oedipal fantasies you'd like to indulge in, Billy, now's the time!

The face of Jenny LAUGHS. Her mouth opens and she wiggles her tongue lasciviously.

Bill backs up to the bed, pulling the covers off. He SEES a PAIR OF LEGS, knees down and pointing his way. It moves toward him like an inch worm. The legs spread apart at the heels and where they are joined, JIM'S HEAD stretches out toward him.

(CONTINUED)

112 CONTINUED:

112

JIM

Well, I guess you're right, son.  
I am a butthead!

Jim LAUGHS demonically. Bill's senses are leaving him.  
He runs to the door, opens it, then bolts out.

113 INT. WHITNEY UPSTAIRS HALL - NIGHT

113

Bill steps into the noose Cleveland has laying outside the door as a trap. Cleveland is on his hands and knees.

Cleveland pulls the noose tight around Bill's ankle. Bill FALLS OVER Dr. Cleveland. Cleveland, delighted by his capture, stands up and pulls him down the stairs.

114 OMITTED

114

115 INT. WHITNEY LIVING ROOM - ENTRANCE TO KITCHEN - NIGHT

115

Milo is trying to look inconspicuous with his oversized police jacket, shades, hat pulled down low, blue jeans and sneakers. It's not too hard since EVERYBODY is moving toward the CENTER. Milo worms his way through the crowd.

116 INT. WHITNEY LIVING ROOM - LEFT CENTER - NIGHT

116

BILL, struggling, is dragged by many HANDS toward the SHUNTING, the NOOSE-POLE still around his ankle.

The Shunting has evolved into a MASS OF WRITHING LIMBS and distorted Dali-esque body shapes. It is an alien communion expressed in a perversity of human form. It is a life-form that parasitically degrades what is left of Blanchard.

Bill frantically attempts to pull away from his captors. He looks all around, searching for something to grab or something to use as a weapon -- anything. Then his attention abruptly focuses in one direction.

He SEES FERGUSON pulling CLARISA toward the melded mass. Ferguson is covered with a thin layer of slime from the Shunting. Clarisa resists Ferguson violently. PETRIE, HALF IN AND HALF OUT, lends Ferguson a hand. He enjoys touching Clarisa.

Bill temporarily ignores the GUESTS holding him and looks at Clarisa, stripped of her flip, confident attitude.

CLARISA

No! I don't want to!

(CONTINUED)

116 CONTINUED:

116

Ferguson gets between Clarisa's legs as Petrie tries to pull her into the mass. Clarisa cranes her head SEES Bill. She looks to him desperately.

CLARISA

Bill...

Bill stops struggling. No longer freaked out. His relaxation confuses those holding him.

Bill grabs the pole attached to the noose around his ankle. He pulls Cleveland to the floor and removes the noose.

Reaching his feet, Bill yells at Ferguson, who continues to struggle with Clarisa.

BILL

LET HER GO, FERGUSON!

Ferguson turns quickly toward Bill. He stares at Bill a moment, amused.

FERGUSON

Why?

Bill moves closer.

BILL

(very loud)

WHY DON'T YOU PICK ON SOMEONE YOUR OWN SIZE?!

Ferguson drops Clarisa, who breaks free of the mass and stands to the side, staring.

The CROWD stares. No one talks. An eerie silence pervades as Ferguson turns to face Bill.

FERGUSON

Well, well, well. And what have we here? Going to save the young maiden, Billy?

BILL

You and me, Ferguson, man to man!

Ferguson lets out a loud BELLY LAUGH. The CROWD CHUCKLES.

FERGUSON

'Man to man'? You want to fight me man to man?

Cleveland calmly gets back on his feet. Picks up the NOOSE-POLE and holds it at his side. He's amused.

(CONTINUED)

DR. CLEVELAND  
A slave revolt, Ted.

FERGUSON  
How primitive.

BILL  
You and me, Ferguson! Leave her out of it!

FERGUSON  
You've got to save the girl! I love it!

Scattered LAUGHTER. The bizarre onlookers appear to be very entertained by these developments.

Clarisa looks at Bill, sadly.

CLARISA  
Don't, Bill. You'll only make it worse.

FERGUSON  
Shut up, Clarisa.  
(beat)  
Okay, Whitney. Let's have some fun.

Ferguson looks around the room. The people start to MOVE BACK, giving them some room.

OTHER SIDE OF ROOM. Milo breaks through the crowd. SEES Bill.

...But then he SEES THE SHUNTING.

MILO  
...Wha??...Oh...God...

Milo looks all around. Bodies are beginning to re-form. He backs away, nervously searching the room for some explanation. He puts his hand in his jacket pocket where the gun is. He's both terrified and mortified at the distorted forms of lost humanity. He can't believe it.

(X)  
(X)  
(X)

Judge Carter reforms.

There's nothing left of Blanchard but his hospital gown.

JUDGE CARTER stands up, himself again -- except...

(CONTINUED)

CLOSE ON CARTER'S FACE. He has a large MOLE on his face.  
IT'S BLANCHARD'S MOLE! He's dazed, his eyes look like  
Mrs. Carlyn's eyes. He exercises his arm a little. Then  
he starts to gag, as he spits up a hair ball into his hand.

(CONTINUED)

He shakes his head.

JUDGE CARTER  
Getting too old for this.

MRS. CARLYN staggers dazedly into the forming circle of guests. She's unfocused, as usual, clutching a bit of the Sentry's hair.

CLARISA SEES her Mother. She has a worried look in her eyes as she comes to Bill's side.

IN THE FOYER. DR. CLEVELAND sticks his head around the corner of the wall to the foyer. He looks up the stairs, toward the MASTER BEDROOM.

DR. CLEVELAND  
NAN! JIM! COME QUICKLY!  
DOWNSTAIRS!

NAN (O.S.)  
(beat)  
BE RIGHT DOWN. WE'RE CHANGING!

117 INT. LIVING ROOM - CENTER OF ROOM - NIGHT

117

JUDGE CARTER comes to the center of the ring. He's the announcer. It's a bizarre burlesque.

JUDGE CARTER  
MEMBERS OF SOCIETY...

EVERYONE QUIETS...

JUDGE CARTER  
Hailing from Beverly Hills, with lineage beginning with Julius Caesar and Ghengis Khan, champion of the hunt, and the shunt -- TED (THE TYCOON) FERGUSON!

The CROWD APPLAUDS. MEN place bets and light up cigars.

JUDGE CARTER  
And in this corner, from nowhere in particular, BILL (THE BASTARD) WHITNEY!

The CROWD REACTS WITH LAUGHTER.

JUDGE CARTER signals Ferguson and Bill into the CENTER OF THE ROOM.

JUDGE CARTER  
Ready...BEGIN!

(CONTINUED)

Carter steps out of the way, as Ferguson and Bill approach each other.

Bill raises his fists, while Ferguson, indifferent, enjoys much applause. Utterly confident, he turns his back on Bill, smiles at his people.

Ferguson turns around. He just smiles, approaches Bill, raises his fists, then KICKS BILL IN THE BALLS so hard it knocks him back and down. He hits the floor, MOANS in agony.

Ferguson turns around, raises his hands victoriously. Bill gets up, raises his fists.

Ferguson signals Bill to come closer. He pats his gut.

FERGUSON

Come on, silly Billy. Right in  
the ol' breadbasket!

Bill comes closer. The Slime-covered Ferguson holds his arm out, which seems longer than a normal arm. He holds Bill's head at bay, while Bill swings in the air futilely, trying to hit Ferguson.

FERGUSON

See this arm, Billy? You're going  
to get very familiar with it!

Ferguson's hands and fingers seem to expand slightly, so that they cover Bill's entire face, the fingers reaching to the back of Bill's head.

Bill tries to get his head free by backing up, but can't.

FERGUSON

What's the matter, Billy?

Ferguson pulls Bill's head up to his. Bill punches him in the stomach, but his hand sinks in and he can't get it out. He punches with his other hand with the same effect. He can't pull his hands out.

FERGUSON

Gumby? More like silly-putty,  
don't you think?

Ferguson HEADBUTTS Bill. Bill falls, his hands falling out of Ferguson's abdomen.

Ferguson makes faces at Bill. His face distorts, his smile extending nightmarishly from ear to ear.

(CONTINUED)

Ferguson LAUGHS, then grabs Bill by the seat of the pants, and rams him through the CROWD. The CROWD PARTS as Bill careens into the FIREPLACE, nearly passed out.

Bill shakes his head. He looks around. There is a FIRE-POKER next to the fireplace which Bill retrieves as he staggers to get up.

Bill comes back to CENTER OF ROOM with FIREPOKER.

FERGUSON  
You are so naive, Billy.

Bill comes at Ferguson, raises the poker over his head, ready to strike Ferguson, then someone pulls it from behind. Bill falls backwards as PETRIE pulls the POKER out of Bill's hands.

Bill slowly gets up.

FERGUSON  
Over here, Billy boy.

Petrie pokes him with the poker from behind, forcing him back to Ferguson. Ferguson picks him up and throws him down on the floor. Bill rolls into Clarisa. (X)

Milo comes up behind Clarisa, then goes over to Bill. Milo reaches for the gun. (X) (X)

MILO  
Bill! Come on, man!

Before Milo can get the gun out, Petrie and Ferguson's cronies grab him painfully from behind. (X) (X)

BILL  
...Wha...where is he?...

Bill struggles to his feet. He's wobbly. He comes back at Ferguson, raises his fists, ready.

Ferguson dances around him, delivering slaps and blows to Bill's head and body. Bill keeps trying to get even with him.

FERGUSON  
What's the matter, Billy? Animal reflexes aren't what they're cracked up to be, eh?

Finally, Bill aims, then swings, connecting with Ferguson's chin and knocking him back. Ferguson's body collapses double-jointedly, at the waist. Ferguson LAUGHS.

(CONTINUED)

117 CONTINUED: (3)

117

Bill moves around Ferguson, but Ferguson's torso nearly goes around in a three-sixty degree angle at waist level, avoiding all Bill's punches.

(CONTINUED)

Ferguson straightens up, and kicks Bill in the butt. Bill tumbles headfirst into Petrie.

PETRIE pulls Bill to his feet and pushes him back at Ferguson. Ferguson CLOTHES-LINES BILL IN THE NECK. BILL GOES DOWN GAGGING.

Ferguson takes applause from the crowd.

Bill can't catch his breath. NEXT TO HIM -- TWO FEMALE LEGS.

The LEGS are Nan's. Bill looks up at Jim and Nan, whose faces distort into the same weird smile that Ferguson gave him.

FERGUSON  
Is everybody ready?! For the big  
Shunt of the night!

The CROWD CHEERS.

Bill rises up on his knees, his face bloodied.

CLEVELAND THROWS FERGUSON THE NOOSE-POLE. Ferguson turns it around, hoists it up over his head like a blade, looks to the crowd.

Ferguson readies himself over the delirious, bloody Bill.

Suddenly, CLARISA runs up and positions herself between Ferguson and Bill.

Ferguson backhands her across the face, knocking her away.

CLOSE ON MRS. CARLYN -- her eyes ignite for the first time, in anger.

BILL SEES Ferguson hit Clarisa again. He grimaces, making a seemingly futile effort to get to his feet. Bill's eyes are filled with fury.

Then -- Mrs. Carlyn comes to life. She launches herself at Ferguson, SCREAMING.

(X)  
(X)

Mrs. Carlyn catches Ferguson by the head. She grabs him by the hair, throws him down, then falls on top of him. He's buried in her mass.

(X)  
(X)  
(X)

(CONTINUED)

Ferguson breaks free of Mrs. Carlyn.

Bill looks at Clarisa. She's hurt. Bleeding from the mouth. Milo looks on, struggling helplessly. (X)

Bill smiles -- a weird enigmatic smile, then forces himself to his feet. Something's different. He seems to have lost the agonized look in his eyes. Now his eyes exude some sort of impossible determination.

BILL

(tauntingly)

Is that all you've got? Come on,  
Gumby!

Ferguson comes at Bill, kicks him in the head and groin. Bill goes down, then gets up again, readies his fists.

BILL

Come on!

Ferguson hits him in the gut. Bill topples, but gets back up.

Ferguson doesn't understand. Bill will not stay down. Bill's internal will, his newfound strength, is amazing.

Ferguson hits him, again and again in the head, but Bill goes down on his knees, takes every punch, becoming oblivious, punch drunk.

FERGUSON

All right, Billy boy. The game's over.

Ferguson drops down on one knee and takes Bill's face in his hands.

FERGUSON

Don't you know, Whitney, that we never lose...ever...

Ferguson gives Bill a BIG KISS ON THE LIPS. It's bizarre. Upon closer look, we see that his lips extrude tubularly, as Bill's face starts to lose it's integrity...IT'S MELTING INTO FERGUSON'S FACE. It's apparently over.

Bill's arms, however, are still free.

(CONTINUED)

Bill does the only thing he can do. He reaches down, BELOW CAMERA. They are locked in a melding death embrace until...

...until suddenly, Ferguson's eyes go wide. His lips pull loose from Bill's bloody face.

FERGUSON  
(whimpering)  
No! No!

His shirt buttons pop. HIS NECK EXPANDS, JUST LIKE BLANCHARD EARLIER.

Ferguson's eyes go glassy with fear. BILL'S FINGERS PUSH OUT FROM THE BACK OF FERGUSON'S FACE, PUSHING THE SKIN FORWARD. Like an inverted bowling ball, BILL'S FINGERS POP THOUGH FERGUSON'S EYES, AND MOUTH. THE OTHER TWO FINGERS DISTEND FERGUSON'S CHEEK.

BILL CLOSES HIS FIST. FERGUSON'S FACE COLLAPSES, comically -- nightmarishly. BILL PULLS HIS FIST, AND FERGUSON'S HEAD, DOWN INTO FERGUSON'S CHEST CAVITY. FOR ONE BEAT, WE SEE FERGUSON'S SHOULDERS WITH NO NECK OR HEAD.

Bill stands up as FERGUSON'S SHOULDERS FALL. BILL PULLS HIS ARM OUT WITH ONE MOTION AND STICKS IT UP IN THE AIR VICTORIOUSLY.

CROWD IS SILENT.

ON THE FLOOR, FERGUSON'S TORSO HAS BEEN PULLED INSIDE OUT, arms and legs hanging uselessly attached.

Bill has won. Nobody challenges him now.

He just looks at them, at all the FACES: the distorted nightmarish faces of his worst nightmare. He turns slowly. Milo and Clarisa come to Bill's side.

The CROWD PARTS as Bill, Milo, and Clarisa make their way toward the door.

Nan, Jim and Jenny stand at the foyer. Milo and Clarisa EXIT as Bill stops by his family.

JIM  
You'll never get away with this.

(X)  
(X)

Bill pauses a second, then without warning...he punches Jim in the stomach. Jim doubles over in agony. Bill EXITS.

119 EXT. WHITNEY HOUSE - DAWN

119

The FIRST LIGHT of day feebly illuminates the front of the house.

Bill, Clarisa and Milo run for their lives to the jeep and hop in.

Bill settles into the driver's seat. Then his attention is drawn toward the side of the house.

119A EXT. SIDE OF WHITNEY HOUSE - DAWN

119A

BILL'S P.O.V. OF THE BASKETBALL lying near the hoop.

BILL (O.S.)

Milo?

After a beat...BLAM! The basketball EXPLODES from the impact of a hollowpoint .38 calibre bullet.

119B EXT. WHITNEY HOUSE - DAWN

119B

BACK IN THE JEEP. Bill returns the SMOKING GUN to Milo in the back seat.

BILL

Thanks.

In front, next to Bill, Clarisa is brave but nervous.

CLARISA

Where are we going to go?

Bill starts the ENGINE.

BILL

Well, we're not going back to school.

Milo digs it ---but pauses.

Bill FLOORS IT.

The JEEP ROARS into the dawn.

FADE TO BLACK.

THE END